

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/11/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Micro Motors, Inc.		06/11/2004	CORPORATION: COLORADO

RECEIVING PARTY DATA

Name:	Pro-Dex, Inc.
Street Address:	151 East Columbine Ave
City:	Santa Ana
State/Country:	CALIFORNIA
Postal Code:	92707
Entity Type:	CORPORATION: COLORADO

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	1464476	DYNATORQ
Registration Number:	1464474	DYNAPRO
Registration Number:	1477537	DYNA DENT
Registration Number:	1563212	DYNA SURG
Serial Number:	78445717	PDL
Serial Number:	78319092	CANALIGATOR

CORRESPONDENCE DATA

Fax Number: (949)760-9502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 949-760-0404
 Email: efilings@kmob.com
 Correspondent Name: Jeffrey L. Van Hoosear
 Address Line 1: 2040 Main Street
 Address Line 2: 14th Floor

CH \$165.00 1464476

Address Line 4: Irvine, CALIFORNIA 92614-7216

NAME OF SUBMITTER: Jeffrey L. Van Hoosear

Signature: /Jeffrey L. Van Hoosear/

Date: 03/14/2005

Total Attachments: 4
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STATE OF COLORADO

DEPARTMENT OF STATE CERTIFICATE

I, DONETTA DAVIDSON, SECRETARY OF STATE OF THE STATE OF
COLORADO HEREBY CERTIFY THAT

ACCORDING TO THE RECORDS OF THIS OFFICE

PRO-DEX, INC.
(COLORADO CORPORATION)

FILE # 19941010033 WAS FILED IN THIS OFFICE ON January 26, 1994
AND HAS COMPLIED WITH THE APPLICABLE PROVISIONS OF THE
LAWS OF THE STATE OF COLORADO AND ON THIS DATE IS IN GOOD
STANDING AND AUTHORIZED AND COMPETENT TO TRANSACT BUSINESS
OR TO CONDUCT ITS AFFAIRS WITHIN THIS STATE.

Dated: June 28, 2004

Donetta Davidson

SECRETARY OF STATE

FILED
DORIS DAVIDSON
COLORADO SECRETARY OF STATE

DPC
1995/02/1922

ARTICLES OF MERGER

OF

Micro Motors, Inc.

AND

Pro-Dex, Inc.

DPC
1994/01/0033
(SREV)

20041223769 C
\$ 110.00
SECRETARY OF STATE
06-28-2004 16:27:04

To the Secretary of State
State of Colorado

Pursuant to the provisions of the Colorado Business Corporation Act governing the merger of a domestic wholly-owned subsidiary business corporation into its domestic parent business corporation, the domestic parent business corporation hereinafter named does hereby submit the following Articles of Merger.

FIRST: The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Colorado is Mirco Motors, Inc. ("Subsidiary").

SECOND: The name of the parent corporation, which is a business corporation organized under the laws of the State of Colorado, is Pro-Dex, Inc. ("Parent").

THIRD: All of the outstanding shares of Subsidiary are of one class, and are owned by Parent.

FOURTH: The following is the Plan of Merger for merging Subsidiary into Parent as approved by resolution of the Board of Directors of Parent:

1. Parent, which is a business corporation of the State of Colorado and is the parent corporation and the owner of all of the outstanding shares of Subsidiary, which is a business corporation of the State of Colorado and the subsidiary corporation, hereby merges Subsidiary into Parent pursuant to the provisions of the Colorado Business Corporation Act.
2. The separate existence of Subsidiary shall cease at the effective time and date of the merger and Parent shall continue its existence as the surviving corporation pursuant to the provisions of the Colorado Business Corporation Act.
3. The issued shares of Subsidiary shall not be converted in any manner, but each said share which is issued at the effective time and date of the merger shall be surrendered and extinguished.

4. The Board of Directors and the proper officers of Parent are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for.

FIFTH: Shareholder approval was not required.

Executed on JUN 11, 2004.

"Subsidiary"

Micro Motors, Inc.

Patrick Johnson, President

"Parent"

Pro-Dex, Inc.

Patrick Johnson, President

5. The (a) name or names, and (b) mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are: PAT JOHNSON
151 EAST Columbine Ave. SANTA ANA, CA 92707



STATE OF COLORADO
DEPARTMENT OF STATE

I hereby certify that this is a
complete copy of the document
this office and admitted to rec
File 20041223769

DATED 6-28-2004

Donetta Davids

Secretary of State

By *Melby Idun*