

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/16/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Coaxis, Inc.		06/16/2004	CORPORATION: GEORGIA

**RECEIVING PARTY DATA**

Name:	Haladay, Inc.
Street Address:	15350 SW Sequoia Parkway
Internal Address:	Suite 250
City:	Portland
State/Country:	OREGON
Postal Code:	97224
Entity Type:	CORPORATION: OREGON

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	2251686	ROUTESCAPE
Registration Number:	2335429	R ROUTEPAD
Registration Number:	2736784	VIEWPOINT
Serial Number:	78155684	VCS
Registration Number:	1319058	BIDTEK
Serial Number:	78304031	POCKET ROUTEPAD
Registration Number:	1331781	

**CORRESPONDENCE DATA**

Fax Number: (503)796-2900  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (503) 222-9981  
 Email: mcohen@schwabe.com

CH \$190.00 2251686

Correspondent Name: Michael A. Cohen  
Address Line 1: 1211 SW Fifth Avenue  
Address Line 2: Suite 1600-1900  
Address Line 4: Portland, OREGON 97204

NAME OF SUBMITTER:	Michael A. Cohen
Signature:	/mac/
Date:	04/27/2005

**Total Attachments: 6**

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Secretary of State  
Corporation Division  
255 Capitol Street NE, Suite 151  
Salem, OR 97310-1327

Phone:(503)986-2200  
Fax:(503)378-4381  
[www.sos.state.or.us/corporation/corphp.htm](http://www.sos.state.or.us/corporation/corphp.htm)

C/O DONALD L. KRAHMER JR.  
1211 SW FIFTH AVE  
PACWEST CENTER STE 1600-1900  
PORTLAND OR 97204

### Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed below. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

<b>Document</b>	<b>Filed On</b>		
ARTICLES OF MERGER	06/16/2004		
<b>Name of Survivor</b>	<b>Reg. No.</b>	<b>Type</b>	<b>Juris</b>
HALADAY, INC.	222141-91	DOM BUS CORP	OR
<b>Survivor New Name</b>			
COAXIS, INC.			
<b>Name(s) of Non Survivor(s)</b>	<b>Reg. No.</b>	<b>Type</b>	<b>Juris</b>
COAXIS, INC.	201767-80	FGN BUS CORP	GA

22241-91

ARTICLES OF MERGER

FILED  
JUN 16 2004  
OREGON  
SECRETARY OF STATE

ARTICLE 1  
Merging Business Entities

The merging business entities are:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
Haladay, Inc.	Oregon	Corporation
Coaxis, Inc.	Georgia	Corporation

ARTICLE 2  
Surviving Business Entity

The surviving business entity is Haladay, Inc.

ARTICLE 3  
Plan of Merger

A copy of the plan of merger is attached as Exhibit A.

ARTICLE 4  
Approval

4.1 **Haladay, Inc.** The plan of merger was approved by the shareholders of Haladay, Inc. as follows:

<u>Voting Group</u>	<u>Number of Outstanding Shares</u>	<u>Number of Votes Entitled to be Cast on the Plan of Merger</u>	<u>Number of Votes Cast For the Plan of Merger</u>	<u>Number of Votes Cast Against the Plan of Merger</u>
Jay S. Haladay	30,000	30,000	30,000	0

4.2 **Coaxis, Inc.** The plan of merger was approved by the shareholders of Coaxis, Inc. as follows:


<u>Voting Group</u>	<u>Number of Outstanding Shares</u>	<u>Number of Votes Entitled to be Cast on the Plan of Merger</u>	<u>Number of Votes Cast For the Plan of Merger</u>	<u>Number of Votes Cast Against the Plan of Merger</u>
Jay S. Haladay	30,000	30,000	30,000	0

**ARTICLE 5**  
**Effective Date**

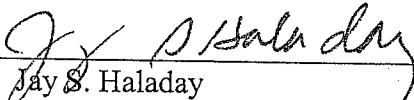
These articles of merger will become effective at the latest of the effective time and date of either the filing of the Articles of Merger with the Oregon Secretary of State or the effective time and date of the filing of the Articles of Merger with the Georgia Secretary of State.

Dated: June 14, 2004

Haladay, Inc., an Oregon corporation

  
By: Jay S. Haladay  
Its: President

Coaxis, Inc., a Georgia corporation

  
By: Jay S. Haladay  
Its: President

Person to contact about this filing: Darius Hartwell  
Daytime phone number: (503) 796-2984

EXHIBIT A  
PLAN OF MERGER

This Plan of Merger sets forth the terms and conditions under which Coaxis, Inc. (“Nonsurviving Entity”), a Georgia corporation, will merge with and into Haladay, Inc., an Oregon corporation (“Surviving Corporation”).

**SECTION 1 DEFINITION**

“Effective Time” means the latest to occur of the following:

- (a) the effective time and date of the Articles of Merger filed with the Oregon Secretary of State; and
- (b) the effective time and date of the Articles of Merger filed with the Georgia Secretary of State.

**SECTION 2 MERGING BUSINESS ENTITIES**

The merging business entities will be:

<u>Name</u>	<u>State of Organization</u>	<u>Type of Entity</u>
Haladay, Inc.	Oregon	Corporation
Coaxis, Inc.	Georgia	Corporation

**SECTION 3 SURVIVING BUSINESS ENTITY**

The surviving business entity will be Haladay, Inc., an Oregon corporation.

**SECTION 4 MATERIAL TERMS AND CONDITIONS**

- 4.1 **Merger.** At the Effective Time, Nonsurviving Entity will merge with and into Surviving Corporation and the separate existence of Nonsurviving Entity will cease.
- 4.2 **Articles of Incorporation.** The articles of incorporation of Surviving Corporation before the Effective Time, as amended by the amendments set forth on Schedule 4.2, will continue to be the articles of incorporation of Surviving Corporation after the Effective Time.
- 4.3 **Bylaws.** The bylaws of Surviving Corporation before the Effective Time will continue to be the bylaws of Surviving Corporation after the Effective Time.
- 4.4 **Directors.** The directors of Surviving Corporation before the Effective Time will continue to be the directors of Surviving Corporation after the Effective Time.

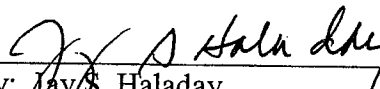
**SECTION 8 ABANDONMENT**

At any time before the Effective Time, this Plan of Merger may be abandoned by the board of directors of Surviving Corporation or by the board of directors of Nonsurviving Entity.

Dated: June 9, 2004

**Surviving Corporation:**

Haladay, Inc., an Oregon corporation

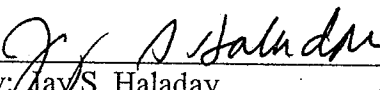


By: Jay S. Haladay

Its: President

**Nonsurviving Entity:**

Coaxis, Inc., a Georgia corporation



By: Jay S. Haladay

Its: President

**SCHEDULE 4.2**

**Articles of Incorporation**

1. Article 1 is amended to read in its entirety as follows: "The name of this corporation is Coaxis, Inc."