

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Articles of Amalgamation		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AiT Advanced Information Technologies Corporation		07/19/2002	CORPORATION: CANADA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	3M-AiT, Ltd.		
<b>Street Address:</b>	1545 Carling Avenue		
<b>Internal Address:</b>	Suite 700		
<b>City:</b>	Ottawa, Ontario		
<b>State/Country:</b>	CANADA		
<b>Postal Code:</b>	K1Z 8P9		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: CANADA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2751611	MERYL	
<b>Serial Number:</b>	78072583	VERIME	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(651)736-3783		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	651-736-6989		
<b>Email:</b>	trademarks@mmm.com		
<b>Correspondent Name:</b>	James F. Voegeli		
<b>Address Line 1:</b>	2501 Hudson Road		
<b>Address Line 2:</b>	3M Center, Bldg. 220-9E-01		
<b>Address Line 4:</b>	St. Paul, MINNESOTA 55144		
<b>ATTORNEY DOCKET NUMBER:</b>	31994 AND 31995		

**CH \$65.00 2751611**

DOMESTIC REPRESENTATIVE

**900035041**

**TRADEMARK  
 REEL: 003184 FRAME: 0458**

Name:  
Address Line 1:  
Address Line 2:  
Address Line 3:  
Address Line 4:

NAME OF SUBMITTER:

James F. Voegeli

Signature:

/James F. Voegeli/

Date:

10/31/2005

**Total Attachments: 6**

source=Articles of Amalgamation#page1.tif  
source=Articles of Amalgamation#page2.tif  
source=Articles of Amalgamation#page3.tif  
source=Articles of Amalgamation#page4.tif  
source=Articles of Amalgamation#page5.tif  
source=Articles of Amalgamation#page6.tif

CANADA )  
 )  
PROVINCE OF ONTARIO )  
 )  
COUNTY OF MIDDLESEX )  
 )  
TO WIT: )

I, MARLENE MARY McGRATH, a Notary Public, in and for the Province of Ontario, by Royal Authority duly appointed, residing at the City of London, County of Middlesex in said Province,

DO HEREBY CERTIFY that the paper-writing hereto annexed is a true copy of the Articles of Amalgamation of 3M-AIF, Ltd. dated July 19, 2002, the said copy having been compared by me with the said original document, an act whereof having been requested, I have granted under my notarial form and seal of office to service and avail as occasion shall or may require.

IN TESTIMONY WHEREOF, I have hereto subscribed my name and affixed my Notarial Seal of Office at London, Ontario this 22<sup>nd</sup> day of July, 2002.

  
Marlene Mary McGrath

A Notary Public in and for  
the Province of Ontario

**TRADEMARK**  
**REEL: 003184 FRAME: 0460**



Industry Canada

Industrie Canada

**Certificate  
of Amalgamation**

**Canada Business  
Corporations Act**

**Certificat  
de fusion**

**Loi canadienne sur  
les sociétés par actions**

JM-AIT, Ltd.

409603-7

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director - Directeur

July 19, 2002 / le 19 juillet 2002

Date of Amalgamation - Date de fusion

Canada

**TRADEMARK  
REEL: 003184 FRAME: 0461**



Industry Canada  
Canada Business  
Corporations Act

Industrie Canada  
Loi canadienne sur les  
sociétés par actions

FORM 9  
ARTICLES OF AMALGAMATION  
(SECTION 183)

FORMULE 9  
STATUTS DE FUSION  
(ARTICLE 183)

1 --- Name of the Amalgamated Corporation Denomination sociale de la société issue de la fusion  
3M-AiT, Ltd.

2 --- The province or territory in Canada where the registered office is to be situated La province ou le territoire au Canada où se situera le siège social  
Province of Ontario

3 --- The classes and any maximum number of shares that the corporation is authorized to issue Catégories et tout nombre maximal d'actions que la société est autorisée à émettre  
(a) an unlimited number of shares designated as Class A Preferred Shares; and  
(b) an unlimited number of shares designated as Common Shares.  
See Schedule 1 hereto for the provisions attaching to the shares of the amalgamated corporation.

4 --- Restrictions, if any, on share transfers Restrictions sur le transfert des actions, s'il y a lieu  
Following the redemption of Class A Preferred Shares, the right to transfer shares of the amalgamated corporation shall be restricted in that no share shall be transferred except with the consent of the board of directors of the amalgamated corporation, to be expressed either by a resolution passed at a meeting of the board of directors or by an instrument or instruments in writing signed by a majority of the directors.

5 --- Number (or minimum and maximum number) of directors Nombre (ou nombre minimal et maximal) d'administrateurs  
Minimum of 1; maximum of 15

6 --- Restrictions, if any, on business the corporation may carry on Limites imposées à l'activité commerciale de la société, s'il y a lieu  
None

7 --- Other provisions, if any Autres dispositions, s'il y a lieu  
Immediately following the redemption of the Class A Preferred Shares, the number of shareholders of the amalgamated corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the amalgamated corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the amalgamated corporation, is limited to not more than fifty, two or more persons who are the joint registered owners of one or more shares being counted as one shareholder.  
Any invitation to the public to subscribe for securities of the amalgamated corporation is prohibited; for the purposes hereof, the issuance of Class A Preferred Shares upon the amalgamation shall not constitute an invitation to the public to subscribe for securities of the amalgamated corporation.

8 --- The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows: B --- La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après  
 183  
 184(1)  
 184(2)

9 --- Name of the amalgamating corporations Dénomination sociale des sociétés fusionnantes	Corporation No. N° de la société	Signature	Date	Title Titre
4081803 Canada Inc.	4081803	<i>Chalene Wilkshott</i>	July 15, 2002	Director
AiT Advanced Information Technologies Corporation	3180000	<i>Bernard T. Able</i>	July 17, 2002	Director
For Departmental Use Only --- À l'usage du ministère Corporation No. N° de la société 409603-7		Filed - Déposé JUL 18 2002 <i>ZP</i>		

TRADEMARK  
REEL: 003184 FRAME: 0462

#### SCHEDULE 1

The rights, privileges, restrictions and conditions attaching to the shares of the Corporation shall be as follows:

- A. **The Class A Preferred Shares shall have attached thereto the following rights, privileges, restrictions and conditions:**

##### *Dividends*

The holders of the Class A Preferred Shares shall not be entitled to receive any dividends thereon.

##### *Voting Rights*

Except as otherwise provided in the *Canada Business Corporations Act* as amended (the "Act"), the holders of the Class A Preferred Shares shall not be entitled to receive notice of, to attend or to vote at any meeting of the shareholders of the Corporation unless the meeting is called to consider any matter in respect of which the holders of the Class A Preferred Shares would be entitled to vote separately as a class or for the purpose of authorizing the dissolution of the Corporation or the sale, lease or exchange of all or substantially all of the property of the Corporation other than in the ordinary course of business of the Corporation, in which case the holders of the Class A Preferred Shares shall be entitled to receive notice of and to attend such meeting.

##### *Redemption*

The Corporation shall, subject to the requirements of the Act, as of 4:30 p.m. (Toronto time) on the second business day following the date on which the amalgamation forming the Corporation becomes effective (the "Time of Redemption") redeem all of the Class A Preferred Shares, by payment to the registered holders thereof for each Class A Preferred Share to be redeemed of Canadian \$2.88 (the "Redemption Price") in accordance with the following provisions of this section. Except as hereinafter provided, no notice of redemption or other act or formality on the part of the Corporation shall be required to call the Class A Preferred Shares for redemption.

At the Time of Redemption, the Corporation shall pay or cause to be paid to or to the order of registered holders of Class A Preferred Shares to be redeemed, the Redemption Price on presentation and surrender at the principal office of CIBC Mellon Trust Company (the "Depositary") in the City of Toronto of the certificates representing the common shares of AiT Advanced Information Technologies Corporation, one of the Corporation's predecessors, which were converted into Class A Preferred Shares on the formation by way of amalgamation of the Corporation. Payment of the Redemption Price shall be made by cheque payable at any branch in Canada of the Corporation's bankers and such payment, unless such cheque is dishonoured and subject to applicable law, shall be a full and complete discharge of the Corporation's obligation to pay the Redemption Price to holders of Class A Preferred Shares.

From and after the Time of Redemption, the holders of Class A Preferred Shares shall not be entitled to exercise any of the rights of shareholders in respect thereof except to receive the Redemption Price therefor, provided that if satisfaction of the Redemption Price for any Class A Preferred Shares is not made by or on behalf of the Corporation in accordance with the provisions hereof, then the rights of such holders shall remain unaffected.

The Corporation shall, at any time at or before the Time of Redemption, deposit the money required for the payment of the Redemption Price for Class A Preferred Shares in special accounts with the Depositary to be paid to or to the order of the respective holders of Class A Preferred Shares, without interest, on presentation and surrender at the principal office of the Depositary in the City of Toronto of the certificates representing the common shares of AiT Advanced Information Technologies Corporation,

**TRADEMARK  
REEL: 003184 FRAME: 0463**

one of the Corporation's predecessors, which were converted into Class A Preferred Shares upon the formation by amalgamation of the Corporation. At the Time of Redemption, the Class A Preferred Shares in respect of which such deposit is made shall be deemed to be redeemed and cancelled, the Corporation shall be fully and completely discharged from its obligation to pay the Redemption Price to such holders of such Class A Preferred Shares and thereafter the rights of such holders shall be limited to receiving without interest from the Depositary their proportionate part of the money so deposited on presentation and surrender of the said certificates held by them respectively as specified above. Any interest on such deposit shall belong to the Corporation.

Subject to the requirements of applicable law with respect to unclaimed property, if the Redemption Price has not been fully satisfied in accordance with the provisions hereof within 6 years of the Time of Redemption or if the Redemption Price is represented by a cheque that has not been duly presented for payment or that otherwise remains unclaimed for a period of 6 years from the date of issue of such cheque, the Redemption Price shall be forfeited to the Corporation.

**Liquidation**

In the event of the liquidation or winding-up of the Corporation or any other distribution of the property or assets of the Corporation among its shareholders for the purpose of winding-up its affairs, and subject to the extinguishment of the rights of holders of Class A Preferred Shares upon payment of the Redemption Price, the holders of Class A Preferred Shares shall be entitled to receive and the Corporation shall pay to such holders, before any amount shall be paid or any property or assets of the Corporation shall be distributed to the holders of common shares or any other class of shares ranking junior to the Class A Preferred Shares as to such entitlement, an amount equal to the Redemption Price for each Class A Preferred Share held by them respectively and no more. After payment to the holders of the Class A Preferred Shares of the amounts so payable to them as hereinbefore provided, they shall not be entitled to share in any further distribution of the property or assets of the Corporation.

**Priority**

The common shares shall rank junior to the Class A Preferred Shares and shall be subject in all respects to the rights, privileges, restrictions and conditions attaching to the Class A Preferred Shares.

**B. The common shares shall have attached thereto the following rights, privileges, restrictions and conditions:**

**Dividends**

Subject to the rights of the holders of any class of shares of the Corporation entitled to receive dividends in priority to or rateably with the holders of the common shares, the holders of the common shares shall be entitled to receive dividends if, as and when declared by the Board of Directors of the Corporation out of the assets of the Corporation properly available for the payment of dividends, of such amounts and payable in such manner as the Board of Directors may from time to time determine.

**Voting**

The holders of the common shares shall be entitled to receive notice of and to attend any meeting of the shareholders of the Corporation and shall be entitled to one vote in respect of each common share held at such meetings, except a meeting of holders of a particular class or series of shares other than the common shares who are entitled to vote separately as a class or series at such meeting.

**TRADEMARK  
REEL: 003184 FRAME: 0464**

***Liquidation***

In the event of the liquidation, dissolution or winding-up of the Corporation or any other distribution of the property or assets of the Corporation among its shareholders for the purpose of winding-up its affairs, the holders of the common shares shall, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive the property or assets of the Corporation upon such distribution in priority to or rateably with the holders of the common shares, be entitled to receive the remaining property and assets of the Corporation.

G23302518006.1

**RECORDED: 10/31/2005**

**TRADEMARK  
REEL: 003184 FRAME: 0465**