

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 07/31/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------------------|----------|----------------|---------------------------|
| Fleet Capital Corporation | | 07/31/2005 | CORPORATION: RHODE ISLAND |

RECEIVING PARTY DATA

| | |
|-----------------|-------------------------------------|
| Name: | FCC Transition, LLC |
| Street Address: | 555 California Street |
| City: | San Francisco |
| State/Country: | CALIFORNIA |
| Postal Code: | 94104 |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE |

PROPERTY NUMBERS Total: 4

| Property Type | Number | Word Mark |
|----------------------|---------|---------------|
| Registration Number: | 810117 | OPERATION |
| Registration Number: | 2580170 | OPERATION |
| Registration Number: | 2726661 | OPERATION |
| Registration Number: | 2738776 | BRAIN SURGERY |

CORRESPONDENCE DATA

Fax Number: (401)277-9600
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 401-274-2000
 Email: kfeisthamel@haslaw.com
 Correspondent Name: Karen L. Feisthamel
 Address Line 1: 1500 Fleet Center
 Address Line 2: Hinckley, Allen & Snyder LLP
 Address Line 4: Providence, RHODE ISLAND 02903

OP \$115.00 810117

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|---|-----------------------|
| ATTORNEY DOCKET NUMBER: | 51634/120529 |
| NAME OF SUBMITTER: | Karen L. Feisthamel |
| Signature: | /Karen L. Feisthamel/ |
| Date: | 12/30/2005 |
| Total Attachments: 3 source=FleetCapital#page1.tif source=FleetCapital#page2.tif source=FleetCapital#page3.tif | |

Delaware

PAGE 1

The First State

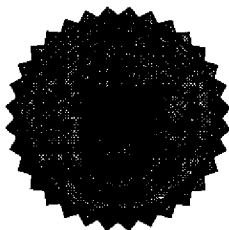
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FLEET CAPITAL CORPORATION", A RHODE ISLAND CORPORATION, WITH AND INTO "FCC TRANSITION, LLC" UNDER THE NAME OF "FCC TRANSITION, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JULY, A.D. 2005, AT 4:54 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF JULY, A.D. 2005, AT 11:58 O'CLOCK P.M.

3979894 8100M

051058902



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4402037

DATE: 12-23-05

TRADEMARK

REEL: 003218 FRAME: 0885

CERTIFICATE OF MERGER

OF

FLEET CAPITAL CORPORATION,
a Rhode Island corporation

AND

FCC TRANSITION, LLC,
a Delaware limited liability company

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is FCC Transition, LLC, a Delaware limited liability company. The name of the corporation being merged into the surviving limited liability company is Fleet Capital Corporation, a Rhode Island corporation.

SECOND: The Agreement of Merger has been approved and executed by each of the corporation and limited liability company.

THIRD: The name of the surviving limited liability company is FCC Transition, LLC.


FOURTH: The merger is to become effective at 11:58 p.m. on July 31, 2005.

FIFTH: The executed Agreement of Merger is on file at 555 California Street, 4th Floor, San Francisco, California 94104, the principal place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of the limited liability company or any person holding an interest in the corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person as of this 30th day of June, 2005.

FCC TRANSITION, LLC

By: 
Douglas H. Bowers
President

#78283

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