

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/01/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Allegheny Veterinary Emergency Trauma and Specialty LLC		01/01/2007	LIMITED LIABILITY COMPANY: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Allegheny Veterinary Emergency Associates, P.C.		
Street Address:	4224 Northern Pike		
City:	Monroeville		
State/Country:	PENNSYLVANIA		
Postal Code:	15146		
Entity Type:	CORPORATION: PENNSYLVANIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78912209	AVETS	
CORRESPONDENCE DATA			
Fax Number:	(412)918-1199		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	412-918-1100		
Email:	ipdocket@metzlewis.com		
Correspondent Name:	Barry I. Friedman, Esq., Metz Lewis LLC		
Address Line 1:	11 Stanwix St., 18th Floor		
Address Line 4:	Pittsburgh, PENNSYLVANIA 15222		
ATTORNEY DOCKET NUMBER:	742/011		
NAME OF SUBMITTER:	Barry I. Friedman, Esq.		
Signature:	/bif33695/		

CH \$40.00 78912209

Date:

01/23/2007

Total Attachments: 6

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ARTICLES OF MERGER

Return document to:

George Riley Thomas II
Metz Lewis LLC
11 Stanwix Street, 18th Floor
Pittsburgh, Pennsylvania 15222

Commonwealth of Pennsylvania
 ARTICLES OF MERGER-BUSINESS 8 Page(s)



In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state the following:

1. The name of the corporation surviving the merger is Allegheny Veterinary Emergency Associates, P.C.
2. The surviving corporation is a domestic business corporation, and the address of its current registered office in this Commonwealth is 4224 Northern Pike, Monroeville PA 15146.
3. The name and address of the registered office in this Commonwealth of each other domestic business that is a party to the plan of merger are as follows:

<u>Name</u>	<u>Registered Office Address</u>	<u>County</u>
Allegheny Veterinary Dermatology LLC	4224 Northern Pike Monroeville PA 15146	Allegheny
Allegheny Veterinary Emergency Trauma and Specialty LLC	4224 Northern Pike Monroeville PA 15146	Allegheny
Allegheny Veterinary Internal Medicine LLC	4224 Northern Pike Monroeville PA 15146	Allegheny
Allegheny Veterinary Radiology LLC	4224 Northern Pike Monroeville PA 15146	Allegheny
Allegheny Veterinary Surgery LLC	4224 Northern Pike Monroeville PA 15146	Allegheny

4. The plan of merger shall be effective on January 1, 2007 at 12:01 a.m.

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5. The manner in which the plan of merger was adopted by each domestic corporation and limited liability company is as follows:

<u>Name</u>	<u>Manner of Adoption</u>
Allegheny Veterinary Dermatology LLC	Adopted by the members and managers pursuant to 15 Pa.C.S. § 8957(g).
Allegheny Veterinary Emergency Trauma and Specialty LLC	Adopted by the members and managers pursuant to 15 Pa.C.S. § 8957(g).
Allegheny Veterinary Internal Medicine LLC	Adopted by the members and managers pursuant to 15 Pa.C.S. § 8957(g).
Allegheny Veterinary Radiology LLC	Adopted by the members and managers pursuant to 15 Pa.C.S. § 8957(g).
Allegheny Veterinary Surgery LLC	Adopted by the members and managers pursuant to 15 Pa.C.S. § 8957(g).
Allegheny Veterinary Emergency Associates, P.C.	Adopted by the directors and shareholders pursuant to 15 Pa.C.S. § 1924(a).

6. The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

7. Pursuant to the Plan of Merger, the name of Allegheny Veterinary Emergency Associates, P.C. following the effective date of the Merger shall be Allegheny Veterinary Emergency Trauma and Specialty PC.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 21st day of December, 2006, to be effective on January 1, 2007.

ALLEGHENY VETERINARY EMERGENCY ASSOCIATES, P.C.

By: 
Sean Smarick, President

ALLEGHENY VETERINARY DERMATOLOGY LLC

By: 
Sean Smarick, Manager

ALLEGHENY VETERINARY EMERGENCY TRAUMA AND SPECIALTY LLC

By: 
Sean Smarick, Manager

ALLEGHENY VETERINARY INTERNAL MEDICINE LLC

By: 
Sean Smarick, Manager

ALLEGHENY VETERINARY RADIOLOGY LLC

By: 
Sean Smarick, Manager

ALLEGHENY VETERINARY SURGERY LLC

By: 
Sean Smarick, Manager

PLAN OF MERGER

This PLAN OF MERGER is entered into as of this 1st day of January, 2007, by and among ALLEGHENY VETERINARY DERMATOLOGY LLC, a Pennsylvania limited liability company (hereinafter called "AVD"), ALLEGHENY VETERINARY EMERGENCY TRAUMA AND SPECIALTY LLC, a Pennsylvania limited liability company (hereinafter called "AVETS"), ALLEGHENY VETERINARY INTERNAL MEDICINE LLC, a Pennsylvania limited liability company (hereinafter called "AVIM"), ALLEGHENY VETERINARY RADIOLOGY LLC, a Pennsylvania limited liability company (hereinafter called "AVR"), ALLEGHENY VETERINARY SURGICAL LLC, a Pennsylvania limited liability company (hereinafter called "AVS"), and ALLEGHENY VETERINARY EMERGENCY ASSOCIATES, P.C., a Pennsylvania corporation (hereinafter called "AVEA" and as the survivor of the Merger provided for herein called the "Surviving Corporation"). The parties hereinafter are sometimes collectively called the "Constituent Entities."

WITNESSETH

WHEREAS, each of the Constituent Entities are limited liability companies and, in the case of AVEA, a corporation duly organized and existing under the laws of the Commonwealth of Pennsylvania; and

WHEREAS, the shareholders and the Boards of Directors, in the case of AVEA, and the members and managers, in the case of the other Constituent Entities, by resolutions duly adopted, each have approved this Plan of Merger, and declare it to be advisable and in the best interest of the Constituent Entities and their shareholders / members that AVD, AVETS, AVIM, AVR, and AVS merge with and into AVEA, which latter corporation shall be the surviving entity, in the manner and upon the terms and conditions set forth herein (the "Merger") pursuant to the applicable provisions of the Pennsylvania Business Corporation Law, as amended (the "BCL") and the Limited Liability Company Law of 1994, as amended (the "LLC Law").

NOW, THEREFORE, for the purpose of effecting the Merger and prescribing the terms and conditions thereof and in consideration of the mutual covenants and agreements contained herein, the Constituent Entities, intending to be legally bound, hereby agree as follows:

1. Merger.

Upon compliance with the applicable provisions of the BCL and the LLC Law, on the Effective Date (as defined herein), AVD, AVETS, AVIM, AVR, and AVS shall be merged with and into AVEA and thereupon the separate existence of AVD, AVETS, AVIM, AVR, and AVS shall cease and AVEA shall continue to exist as the Surviving Corporation.

2. Articles of Incorporation and Bylaws of Surviving Corporation.

The Articles of Incorporation and Bylaws of AVEA (the "Articles"), as in effect immediately before the Merger, shall be the Articles of Incorporation and Bylaws of the Surviving Corporation thereafter until amended as provided by law and in accordance with their respective

terms, except that the name of the Surviving Corporation shall be changed to "Allegheny Veterinary Emergency Trauma and Specialty PC."

3. Securities on Merger.

On the Effective Date, by virtue of the Merger:

3.1 All of the outstanding membership interests of AVD, AVETS, AVIM, AVR, and AVS shall be canceled and no securities of the Surviving Corporation shall be issued in exchange therefor or in place thereof.

3.2 Each share of Surviving Corporation Common Stock shall remain outstanding.

4. Amendment of Plan.

This Plan of Merger may be amended by the mutual agreement of the Boards of Directors and Managers of the Constituent Entities at any time prior to its Effective Date.

5. Directors and Officers of Surviving Corporation.

The directors of AVEA immediately before the Merger will be the initial directors of the Surviving Corporation, and the officers of AVEA immediately before the Merger will be the initial officers of the Surviving Corporation, in each case until their successors are duly elected or appointed and qualified. If on the Effective Date a vacancy shall exist in any directorship or office of the Surviving Corporation, such vacancy shall thereafter be filled in the manner provided by law and the Bylaws of Surviving Corporation.

6. Effective Date.

The Effective Date of the Merger shall be 12:01, a.m., January 1, 2007, as provided for in the Articles of Merger, which shall be filed with the Department of State of the Commonwealth of Pennsylvania.

7. State Filings.

The proper officers of Constituent Entities shall make and execute whatever certificates and documents are required by the Commonwealth of Pennsylvania to effect the Merger, and to cause the same to be filed, in the manner provided by law, and to do all things whatsoever, whether within or without the Commonwealth of Pennsylvania, which may be necessary and proper to effect such Merger.

8. Effect of Merger.

On the Effective Date of the Merger:

8.1 The separate existence of AVD, AVETS, AVIM, AVR, and AVS shall cease and AVEA shall continue to exist as the Surviving Corporation.

8.2 The Surviving Corporation shall succeed to and possess all of the property (real, personal and mixed), rights, privileges, immunities, powers, purposes and franchises, and shall be subject to all of the obligations, restrictions and liabilities of AVD, AVETS, AVIM, AVR, and AVS, all without further act or deed, and all as more fully set forth under the BCL and the LLC Law.

8.3 The Operating Agreements of AVD, AVETS, AVIM, AVR, and AVS shall be cancelled and of no further force and effect.

9. Further Assurances.

If at any time after the Effective Date, the Surviving Corporation shall determine that any further actions or instruments of conveyance are necessary or desirable in order to vest in and confirm to the Surviving Corporation full title to and possession of all of the property (real, personal and mixed), rights, privileges, immunities, powers, purposes and franchises of AVD, AVETS, AVIM, AVR, and AVS, then the officers or directors of the Surviving Corporation, or at their request the persons who were managers and members of AVD, AVETS, AVIM, AVR, and AVS immediately prior to the Effective Date, as such officers and directors, shall have the authority to and shall take all such actions and execute and deliver all such instruments as the Surviving Corporation may so determine to be necessary or desirable.

IN WITNESS WHEREOF, the parties hereto have duly executed this Plan of Merger on the date first above written.

ALLEGHENY VETERINARY EMERGENCY ASSOCIATES, P.C.

ALLEGHENY VETERINARY DERMATOLOGY LLC

By: [Signature]
Sean Smarick, President

By: [Signature]
Sean Smarick, Manager

ALLEGHENY VETERINARY EMERGENCY TRAUMA AND SPECIALTY LLC

ALLEGHENY VETERINARY INTERNAL MEDICINE LLC

By: [Signature]
Sean Smarick, Manager

By: [Signature]
Sean Smarick, Manager

ALLEGHENY VETERINARY RADIOLOGY LLC

ALLEGHENY VETERINARY SURGERY LLC

By: [Signature]
Sean Smarick, Manager

By: [Signature]
Sean Smarick, Manager