

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/09/2001

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
U.S. DenTek Corporation		08/09/2001	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	U.S. DenTek Corporation
Street Address:	307 Excellence Way
City:	Maryville
State/Country:	TENNESSEE
Postal Code:	37801
Entity Type:	CORPORATION: TENNESSEE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2132258	DENTEK

CORRESPONDENCE DATA

Fax Number: (865)523-4478
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 865-546-4305
 Email: RFox@Ing-patent.com
 Correspondent Name: Robert O. Fox
 Address Line 1: P.O. Box 1871
 Address Line 4: Knoxville, TENNESSEE 37901-1871

ATTORNEY DOCKET NUMBER:	60165.M1
NAME OF SUBMITTER:	Robert O. Fox
Signature:	/ Robert O. Fox /

Date:

04/02/2007

Total Attachments: 6

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**ACTIONS TAKEN BY THE JOINT WRITTEN CONSENT OF THE
SHAREHOLDERS AND BOARD OF DIRECTORS OF
NEW TENN CORP, A TENNESSEE CORPORATION**

In lieu of a special meeting of the Shareholder's and Board of Directors of New Tenn Corp (the "Corporation"), a Tennessee Corporation, the Shareholders and Board of Directors, hereby unanimously consent to taking action without a meeting, by written consent, and hereby make the following actions:

The following resolutions are hereby adopted by vote of the Shareholders and Board of Directors:

BE IT RESOLVED that the Directors of the corporation consider it to be in the best interests of the Corporation to adopt the Plan of Merger attached hereto as Exhibit A; and

BE IT RESOLVED FURTHER that the Plan of Merger be and the same is hereby approved and adopted by the Directors and hereby recommended and submitted by the Directors to the Shareholders of the Corporation for their approval and adoption; and

BE IT RESOLVED FURTHER the Plan of Merger, which has been submitted to the Shareholders of the Corporation for their approval and adoption, be and the same is hereby approved and adopted by the Shareholders of the Corporation; and

BE IT RESOLVED FURTHER that the Directors and Shareholders hereby approve the Articles of Merger attached hereto as Exhibit B for filing with the appropriate government or other offices; and

BE IT RESOLVED FURTHER that the Articles of Merger, which is Exhibit B hereto, be filed with the appropriate government or other offices and that the Officers of the Corporation be and each is hereby authorized to execute and file said Articles of Merger, along with any other documents identical thereto, with the appropriate government or other offices and to take any and all actions necessary and appropriate to effectuate the merger.

The undersigned, being all of the Directors and Shareholders of the Corporation, by signing this consent, waive all notice of the time, date and place of a Special Meeting of the Shareholders and Board of Directors of the Corporation and agree to the transaction of the business herein above set forth by written consent of said Shareholders and Board of Directors in lieu of such meeting. This consent shall be included in the minute book of the Corporation.

Dated: June 29, 2001


JANSHESKI 1994 TRUST, Shareholder

By: 

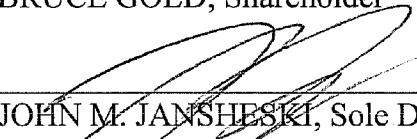
JOHN M. JANSHESKI, Trustee

By: 

LESLIE DEETKEN JANSHESKI, Trustee



BRUCE GOLD, Shareholder



JOHN M. JANSHESKI, Sole Director

PLAN OF MERGER

A. The name of each corporation planning to merge is:

U.S. DenTek Corporation, a California Corporation

New Tenn Corp, a Tennessee Corporation

B. The name of the surviving corporation is:

U.S. DenTek Corporation, a Tennessee Corporation

C. The terms and conditions of the merger are that, at the Effective Time and pursuant to the Tennessee Business Corporation Act (the "Act"):

1. U.S. DenTek Corporation, a California Corporation, shall be merged with and into New Tenn Corp, a Tennessee Corporation (the "Merger"), and U.S. DenTek Corporation, a Tennessee Corporation shall survive the merger as the surviving corporation;

2. The corporate charter of the surviving corporation shall be that of New Tenn Corp, a Tennessee Corporation immediately prior to the Merger. The separate existence and corporate organization of U.S. DenTek Corporation, a California Corporation shall cease at the Effective Time of the Merger.

3. Title to all properties, real, personal and mixed, tangible and intangible, owned by U.S. DenTek Corporation, a California Corporation, at the Effective Time of the Merger shall be vested in U.S. DenTek Corporation, a Tennessee Corporation, at that time; and all other assets and all liabilities of U.S. DenTek Corporation, a California Corporation, shall become assets and liabilities of U.S. DenTek Corporation, a Tennessee Corporation, at that time.

D. The manner and basis of converting the shares of the capital stock of each corporation into shares, obligations or other securities of the surviving corporation or into cash of other property, in whole or in part, is as follows:

Each share of common stock and preferred stock, no par value, of U.S. DenTek Corporation, a California Corporation, issued and outstanding at the Effective Time shall, as of the Effective Time, by virtue of the Merger and without action on the part of the holder thereof, be converted into and become one share of common stock or preferred stock, respectively of U.S. DenTek Corporation, a Tennessee Corporation. All remaining authorized but unissued stock, either common or preferred, shall be cancelled and shall cease to exist from and after the Effective Time.

E. The 1999 Equity Incentive Plan and any Incentive Stock Option Agreements in effect for U.S. DenTek corporation, a California Corporation, shall be assumed, adopted and honored by U.S. DenTek Corporation, a Tennessee Corporation, including any Stock Awards thereunder and such

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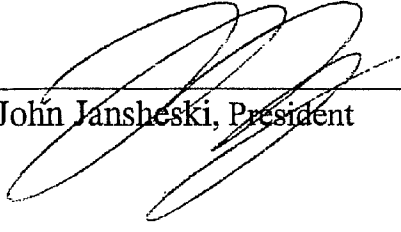
stock awards shall continue in full force and effect.

F. There are no amendments or changes to be made in the Charter of the surviving corporation as a result of the Merger.

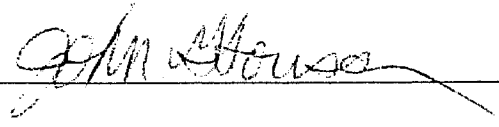
486

G. The "Effective Time" of the Merger shall be the date and time specified in the Articles of Merger filed by the Secretary of State of the State of Tennessee.

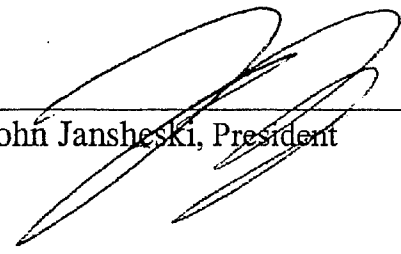
U.S. DenTek Corporation, a California Corporation

By: 
John Jansheski, President

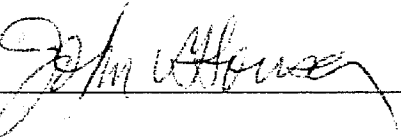
ATTEST:



New Tenn. Corp, a Tennessee Corporation

By: 
John Jansheski, President

ATTEST:



FILED

RECEIVED
SECRETARY OF STATE
01 AUG -9 PM 1:27

ARTICLES OF MERGER
OF

U.S. DENTEK CORPORATION, a California Corporation
INTO

NEW TENN CORP, a Tennessee Corporation

20 2001
3:00 pm

WILEY DANRELL
SECRETARY OF STATE

1. The attached Plan of Merger was approved by each of the undersigned corporations in the manner prescribed by the Tennessee Business Corporation Act.

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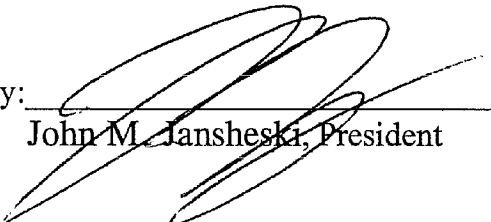
2. As to U.S. DenTek Corporation, a California Corporation, the Plan of Merger and the transactions contemplated thereby were duly adopted by its shareholders on May 23, 2001.

3. As to New Tenn Corp, a Tennessee Corporation, the Plan of Merger and the transactions contemplated thereby were duly adopted by its shareholders on May 23, 2001.

4. The Merger will be effective at the time of filing on the date these Articles of Merger are filed by the Tennessee Secretary of State, as evidenced by the Secretary of State's date and time endorsement on these Articles of Merger.

DATED this June 29, 2001.

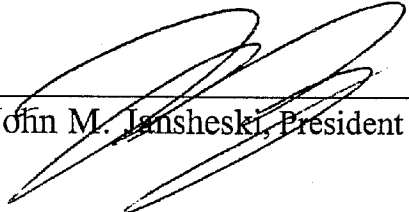
U.S. DenTek Corporation, a California Corporation

By: 
John M. Jansheski, President

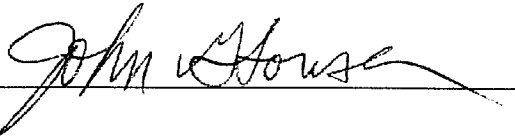
ATTEST:



New Tenn Corp, a Tennessee Corporation

By: 
John M. Jansheski, President

ATTEST:



INST: 0019898801
RECEIVED: 08/09/2001 3:00 PM
BEVERLY D. WOODRUFF
REGISTER OF DEEDS BLOUNT CO., TN

^{K³B}
INDEXED

STATE OF TENNESSEE COUNTY OF BLOUNT

Register's Office
Received for record the 20 of _____
Aug _____ A.D. Twenty
Hundred and 07 at 3:00
o'clock M. Noted in the Note Book
Page 309 and recorded in Charter
Book Vol. 20 page 484

Witness my hand

Fee Paid \$ 4

Register of Deeds

Rowley D. Woodberry
County Register