

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/12/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GA Telesis, LLC		06/11/2007	LIMITED LIABILITY COMPANY: FLORIDA

RECEIVING PARTY DATA

Name:	GA Telesis, LLC
Street Address:	5400 Northwest 35th Ave. Bldg. 16
City:	Ft. Lauderdale
State/Country:	FLORIDA
Postal Code:	33309
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	3201314	GA TELESIS
Registration Number:	3201316	
Registration Number:	3215266	GA TELESIS

CORRESPONDENCE DATA

Fax Number: (305)961-5812
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 3055790912
 Email: mrv@gtlaw.com
 Correspondent Name: Greenberg Traurig, P.A.-Manuel Valcarcel
 Address Line 1: 1221 Brickell Avenue
 Address Line 4: Miami, FLORIDA 33131

ATTORNEY DOCKET NUMBER:	042970.011300
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CH \$90.00 3201314

NAME OF SUBMITTER:	Manuel Valcarcel, Esq.
Signature:	/manuel valcarcel/
Date:	09/13/2007

Total Attachments: 11

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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

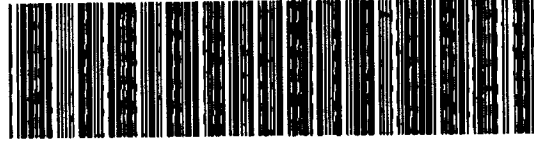
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

BR

Office Use Only



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 JUN 12 PM 1:01

FILED

NOT ENTERED
TO ACHIEVE
SUFFICIENCY OF FILING

2007 JUN 12 PM 4:45

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

TRADEMARK



UCC FILING & SEARCH SERVICES, INC.
 1574 Village Square Blvd Ste 100
 Tallahassee, Florida 32309
 (850) 681-6528 P

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY

June 12, 2007

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

GA Telesis, LLC (FL) into GA Telesis, LLC (DE)

FILED
 07 JUN 12 PM 1:01
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

File 1st

Retrieval Request

- Photocopy
- Certified Copy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Conversion

TRADEMARK

REF: 00000 FRAME 0010

FILED
07 JUN 12 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Certificate of Merger
For
Florida Limited Liability Company**

The following Certificate of Merger is submitted to merge the following Florida Limited Liability Company(ies) in accordance with s. 608.4382, Florida Statutes.

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

L-02 000005147

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
GA Telesis, LLC	Florida	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
GA Telesis, LLC	Delaware	LLC

THIRD: The attached plan of merger was approved by each domestic corporation, limited liability company, partnership and/or limited partnership that is a party to the merger in accordance with the applicable provisions of Chapters 607, 608, 617, and/or 620, Florida Statutes.

FOURTH: The attached plan of merger was approved by each other business entity that is a party to the merger in accordance with the applicable laws of the state, country or jurisdiction under which such other business entity is formed, organized or incorporated.

FIFTH: If other than the date of filing, the effective date of the merger, which cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State:

SIXTH: If the surviving party is not formed, organized or incorporated under the laws of Florida, the survivor's principal office address in its home state, country or jurisdiction is as follows:

5400 N.W. 35th Avenue
Fort Lauderdale, Florida 33309

SEVENTH: If the survivor is not formed, organized or incorporated under the laws of Florida, the survivor agrees to pay to any members with appraisal rights the amount, to which such members are entitled under ss.608.4351-608.43595, F.S.

EIGHTH: If the surviving party is an out-of-state entity not qualified to transact business in this state, the surviving entity:

a.) Lists the following street and mailing address of an office, which the Florida Department of State may use for the purposes of s. 48.181, F.S., are as follows:

Street address: 5400 N.W. 35th Avenue, Building 16

Fort Lauderdale, Florida 33309



Attention: General Counsel

Mailing address: Same as above

Note: Surviving party is filing an Application for Authority to do business in this
state concurrently with the filing of this Certificate of Merger

b.) Appoints the Florida Secretary of State as its agent for service of process in a proceeding to enforce obligations of each limited liability company that merged into such entity, including any appraisal rights of its members under ss.608.4351-608.43595, Florida Statutes.

NINTH: Signature(s) for Each Party:

Name of Entity/Organization:	Signature(s):	Typed or Printed Name of Individual:
GA Telesis, LLC, a Delaware LLC		Abdol Moabery
GA Telesis, LLC, a Florida LLC		Abdol Moabery

Corporations:	Chairman, Vice Chairman, President or Officer <i>(If no directors selected, signature of incorporator.)</i>
General partnerships:	Signature of a general partner or authorized person
Florida Limited Partnerships:	Signatures of all general partners
Non-Florida Limited Partnerships:	Signature of a general partner
Limited Liability Companies:	Signature of a member or authorized representative

<u>Fees:</u> For each Limited Liability Company:	\$25.00
For each Corporation:	\$35.00
For each Limited Partnership:	\$52.50
For each General Partnership:	\$25.00
For each Other Business Entity:	\$25.00

<u>Certified Copy (optional):</u>	\$30.00
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PLAN OF MERGER

FIRST: The exact name, form/entity type, and jurisdiction for each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
GA Telesis, LLC	Florida	LLC

SECOND: The exact name, form/entity type, and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
GA Telesis, LLC	Delaware	LLC

THIRD: The terms and conditions of the merger are as follows:

See attached Plan of Merger

(Attach additional sheet if necessary)

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

See attached Plan of Merger

(Attach additional sheet if necessary)

B. The manner and basis of converting rights to acquire the interests, shares, obligations or other securities of each merged party into rights to acquire the interests, shares, obligations or others securities of the survivor, in whole or in part, into cash or other property is as follows:

See attached Plan of Merger

(Attach additional sheet if necessary)

FIFTH: Any statements that are required by the laws under which each other business entity is formed, organized, or incorporated are as follows:

(Attach additional sheet if necessary)

SIXTH: Other provisions, if any, relating to the merger are as follows:

See attached Plan of Merger

(Attach additional sheet if necessary)

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger, dated as of June 11, 2007 (this "**Plan of Merger**"), is entered into by and among GA Telesis, LLC, a Delaware limited liability company (the "**Surviving Company**"), and GA Telesis, LLC, a Florida limited liability company (the "**Extinguishing Company**").

WHEREAS, the Members of each of the Surviving Company and the Extinguishing Company, as well as the Manager of the Extinguishing Company (pursuant to Section 608.4381 of the Florida Limited Liability Company Act (the "**FLLCA**")), have approved this Plan of Merger, and deem it advisable and in the best interests of said entities and their respective Members to consummate the Merger (as defined below) of the Extinguishing Company with and into the Surviving Company on the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the foregoing and the respective covenants and agreements set forth below, the parties agree as follows:

FIRST: The Extinguishing Company shall, pursuant to the provisions of the FLLCA and the Delaware Limited Liability Company Act (the "**DLLCA**"), be merged with and into the Surviving Company (the "**Merger**"), which shall be the surviving entity from and after the effective time of the Merger (the "**Effective Time**"), and which shall continue to exist as the Surviving Company under its present name pursuant to the provisions of the DLLCA. The separate existence of the Extinguishing Company shall cease at the Effective Time in accordance with the provisions of the FLLCA.

SECOND: The Certificate of Formation of the Surviving Company, as now in force and effect, shall continue to be the Certificate of Formation of the Surviving Company and shall continue in full force and effect until amended and changed in the manner prescribed therein and by the provisions of the DLLCA.

THIRD: Upon the Effective Time, the Limited Liability Company Operating Agreement of the Surviving Company, as now in force in effect, shall cease to be the Limited Liability Company Operating Agreement of the Surviving Company, and shall be deemed to be amended, restated and replaced in its entirety by the Third Amended Operating Agreement of the Extinguishing Company, which, from and after the date hereof, shall be the limited liability company agreement of the Surviving Company (the "**Surviving Company LLC Agreement**"). The Surviving Company LLC Agreement shall continue in full force and effect until amended and changed in the manner prescribed therein, except as set forth immediately below:

1. The Surviving Company LLC Agreement is hereby amended by deleting from Article II thereof the words "The registered office of the Company required by the laws of the State of Florida to be maintained in the state may be, but need not be, identical with the principal office, and may be changed from time to time by the Members" and substituting the words "The registered agent and office in the State of Delaware shall be United Corporate Services, Inc., 874 Walker Road, Suite C, City of Dover,

County of Kent, Delaware 19904 or as hereafter determined by the Members in accordance with the Delaware Limited Liability Company Act" in their place.

2. The Surviving Company LLC Agreement is hereby amended by deleting from Article III thereof the words "except that of banking or insurance" and substituting the words "for which limited liability companies may be formed under the Delaware Limited Liability Company Act" in their place.
3. The Surviving Company LLC Agreement is hereby amended by deleting from the first sentence of Article IV thereof the words "Articles of Organization with the Florida Department of State" and substituting the words "Certificate of Formation with the Secretary of State of the State of Delaware" in their place.
4. The Surviving Company LLC Agreement is hereby amended by deleting from the second sentence of Article IV thereof the word "Florida" and substituting the word "Delaware" in its place.
5. The Surviving Company LLC Agreement is hereby amended by deleting from Section 9.4(e) thereof the words "Articles of Organization" and substituting the words "Certificate of Formation" in their place.

FOURTH: The officers of the Surviving Company shall continue as its officers.

FIFTH: Upon the Effective Time, the membership interests of the Extinguishing Company's Members shall be converted into membership interests of the Surviving Company in a ratio corresponding to the relative ownership percentages of such Members of the Extinguishing Company immediately prior to the Merger. The units of membership interests of the Surviving Company issued and outstanding immediately prior to the Merger shall be cancelled.

SIXTH: The Surviving Company and the Extinguishing Company agree that they shall cause to be executed and filed and recorded any document or documents prescribed by the laws of the State of Delaware and the State of Florida and that they shall cause to be performed all necessary acts within the State of Delaware and the State of Florida and elsewhere to effectuate the Merger herein provided for.

SEVENTH: The Merger shall be effective upon the filing of the certificates of merger approved by each of the Surviving Company and the Extinguishing Company in the States of Delaware and Florida, respectively.

EIGHTH: The Members (and in the case of the Extinguishing Company, the Manager) of each of the Surviving Company and the Extinguishing Company shall authorize, empower and direct their respective officers to do any and all acts and things, and to make, execute, deliver, file and record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the Merger herein provided for.

IN WITNESS WHEREOF, the parties hereto have caused this Plan of Merger to be duly executed by as of the day and year first above written.

SURVIVING COMPANY:

GA TELESIS, LLC, a Delaware limited liability company

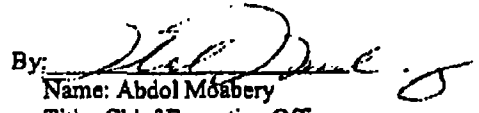
By: 

Name: Abdol Moabery

Title: Chief Executive Officer

EXTINGUISHING COMPANY:

GA TELESIS, LLC, a Florida limited liability company

By: 

Name: Abdol Moabery

Title: Chief Executive Officer

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Plan of Merger