

09-19-2007



ET

PH 10-12

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FINANCE SECTION

To the Director of the U. S. Patent and Trademark Office and documents or the new address(es) below.

9.18.07

1. Name of conveying party(ies):

Zipit Systems, LLC

- Individual(s)
- General Partnership
- Corporation- State: South Carolina
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) June 1, 2007

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

- Yes
- No

Additional names, addresses, or citizenship attached?

Name: Zipit Wireless, Inc.

Internal

Address: _____

Street Address: 49 Salters Road, Suite 6

City: Greenville

State: South Carolina

Country: US Zip: 29607

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship US
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

3,071,592

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

ZIPIT

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Paul J. Maginot

Internal Address: Maginot, Moore & Beck

Chase Tower

Street Address: 111 Monument Circle, Suite 3250

City: Indianapolis

State: IN Zip: 46204

Phone Number: 317-638-2922

Fax Number: 317-638-2139

Email Address: pjmaginot@maginot.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Paul J. Maginot
Signature

September 13, 2007

Date

Paul J. Maginot

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 3

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

09/18/2007 DBYRNE 00000135 3071592

01 FC:8521

40.00 DP

RECORDS SECTION

JUN 01 2007

STATE OF SOUTH CAROLINA
SECRETARY OF STATE
ARTICLES OF MERGER
LIMITED LIABILITY COMPANY


SECRETARY OF STATE OF SOUTH CAROLINA

TYPE OR PRINT CLEARLY IN BLACK INK

Pursuant to Section 33-44-905 of the 1976 South Carolina Code of Laws, as amended, the undersigned as the surviving limited liability company (or other surviving entity), delivers to the Secretary of State these articles of merger executed by each constituent limited liability company and each other entity which is a party to the merger, and sets forth the following information:

1. The name of the surviving or resulting limited liability company (or other surviving entity) is Zipit Wireless, Inc.; the surviving entity is a Delaware Corporation located at 49 Salters Road, **SUITE 6** Greenville, SC 29607.

2. The name and jurisdiction of formation (or organization) of each of the limited liability companies and other entities that are parties to the merger are:

Zipit Systems, LLC, South Carolina
Zipit Wireless, Inc., Delaware

3. For each South Carolina limited liability company which is to merge, state the date its articles of organization were filed with the South Carolina Secretary of State:

Zipit Systems, LLC, April 14, 2005

4. The plan of merger has been approved and signed by each limited liability company and other entity that is to merge.

5. The effective date of merger is: upon filing of these Articles of Merger.

6. If a South Carolina limited liability company is the surviving entity, specify in the following space such changes in its articles of organization as are necessary by reason of the merger

070601-0104 FILED: 06/01/2007
ZIPIT WIRELESS, INC.

Filing Fee: \$110.00 ORIG



Mark Hammond

South Carolina Secretary of State

070601-0105 FILED: 06/01/2007
ZIPIT SYSTEMS, LLC

Filing Fee: \$0.00 ORIG



Mark Hammond

South Carolina Secretary of State

Zipit Wireless, Inc.

Name of Limited Liability Company

7. If a party to the merger is a foreign limited liability company, specify the jurisdiction and date of filing of its initial articles or organization and the date when its application for authority was filed by the South Carolina Secretary of State or, if an application has not been filed, a statement to that effect.

Zipit Wireless, Inc.

Name of foreign corporation

May 29, 2007

Date its initial articles were filed

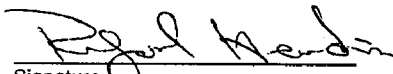
May 30, 2007

Date/of filing of application for authority (or statement)

8. Check this box if the surviving entity is not a South Carolina limited liability company. Since the surviving entity is not a South Carolina limited liability, it is agreed that the surviving entity (as specified in Item #1), may be served with process in South Carolina and is subject to liability in any action or proceeding for the enforcement of any liability or obligation of any limited liability company previously subject to suit in South Carolina which is to merge, and for the enforcement, as provided in Chapter 44 of title 33,, 1976 South Carolina Code of Laws, as amended, of the right of members of any limited liability company to receive payment for their interest against the surviving entity.

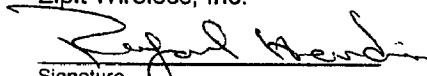
9. A copy of the plan of merger will be furnished by the surviving limited liability company (or other surviving entity), on request and without cost, to any member of any limited liability company or any person holding an interest in any person holding an interest in any other entity that is to merge.

Date: 6-1-07


Signature

Ralph Heredia, Secretary
Zipit Wireless, Inc.

Date: 6-1-07


Signature

Ralph Heredia, Manager
Zipit Systems, LLC

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

MMB Docket No. **1905-0002**

Application of: **Aeronix, Inc.**

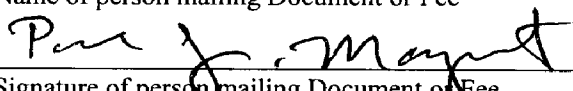
Mark: **ZIPIT**

Registration No. **3,071,592**

Registration Date: **March 21, 2006**

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450 on September 13, 2007
(Date of Deposit)

Paul J. Maginot
Name of person mailing Document or Fee


Signature of person mailing Document or Fee

September 13, 2007
Date of Signature

LETTER

Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

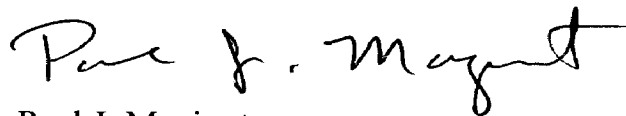
The following documents are forwarded herewith for appropriate action by the U.S. Patent and Trademark Office:

1. Recordation Cover Sheet;
2. One (1) Executed Merger Document;
3. Check in the amount of \$40.00; and
4. One return post card.

It is respectfully requested that the post card be stamped with the date it is received and returned as soon as possible. Please charge any fee deficiency or credit any overpayment to Deposit Account No. 13-0014.

Respectfully submitted,

MAGINOT, MOORE & BECK LLP



Paul J. Maginot
Attorney for Applicant
Registration No. 34,984

September 13, 2007
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