

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/11/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Vendor Safe Technologies Incorporated		12/11/2007	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	VST Parent, LLC
Street Address:	13003 Murphy Rd., Suite M-1
City:	Stafford
State/Country:	TEXAS
Postal Code:	77477
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78507363	VSTI VENDOR SAFE TECHNOLOGIES INCORPORATED OUR BUSINESS IS PROTECTING YOUR BUSINESS.

CORRESPONDENCE DATA

Fax Number: (734)930-2494
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 734-761-3780
 Email: asujek@bodmanllp.com
 Correspondent Name: Angela Alvarez Sujek
 Address Line 1: 201 S. Division Street, Suite 400
 Address Line 4: Ann Arbor, MICHIGAN 48104

ATTORNEY DOCKET NUMBER:	VENDOR SAFE 45336/1
NAME OF SUBMITTER:	Angela Alvarez Sujek

OP \$40.00 78507363

Signature:

/Angela Alvarez Sujek/

Date:

12/27/2007

Total Attachments: 2

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FILED
In the Office of the
Secretary of State of Texas
DEC 11 2007

Corporations Section

CERTIFICATE OF MERGER
of
VENDOR SAFE TECHNOLOGIES INCORPORATED
With and Into
VST PARENT, LLC

Pursuant to the provisions of the Texas Business Organizations Code, VST Parent, LLC, a Texas limited liability company (the "*Parent*"), and Vendor Safe Technologies Incorporated, a Texas corporation and wholly-owned subsidiary of Parent (the "*Subsidiary*"), hereby submit the following Certificate of Merger for the merger of the Subsidiary with and into the Parent (the "*Merger*") and certify as follows:

1. Parties to the Merger. The name, state of incorporation or organization, and organizational form of the Parent and the Subsidiary are as follows:

<u>Name</u>	<u>State of Formation & Organizational Form</u>
Vendor Safe Technologies Incorporated (Filing number: 112152400)	a Texas corporation
VST Parent, LLC (Filing number: 800903122)	a Texas limited liability company

2. Subsidiary Stock. The Subsidiary has 2,075,000 shares of common stock outstanding and 500 shares of preferred stock outstanding. The Parent owns 2,075,000 shares of the Subsidiary's common stock and 500 shares of the Subsidiary's preferred stock, constituting 100% of the Subsidiary's outstanding common stock and preferred stock.

3. Surviving Entity. The surviving entity of the Merger is the Parent. No new entity will be created in the Merger.

4. Resolution. A copy of the resolutions adopted by the Parent authorizing the Merger is attached hereto as Exhibit A. The attached resolution was adopted and approved by the governing authority of the Parent as required by the laws of Texas, its jurisdiction of formation, and by its governing documents. Such resolution was adopted as of December 10, 2007.

5. Effective Date. This document becomes effective when it is accepted and filed by the Secretary of State of Texas.

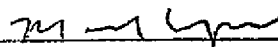
6. Payment of Fees and Taxes. In lieu of providing a tax certificate from the Comptroller of Public Accounts that all taxes have been paid by the Subsidiary, the Parent will be assume all liability and be responsible for the payment of all fees and franchise taxes owed by the Subsidiary.

- Signature Page to Follow -

IN WITNESS WHEREOF, the undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument on December 11, 2007.

PARENT

VST PARENT, LLC
a Texas limited liability company

By: 
Name: MARK CYPRUS
Title: CEO