

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 05/20/2008     |

**CONVEYING PARTY DATA**

| Name      | Formerly | Execution Date | Entity Type           |
|-----------|----------|----------------|-----------------------|
| ADG, INC. |          | 05/20/2008     | CORPORATION: MICHIGAN |

**RECEIVING PARTY DATA**

|                 |                                     |
|-----------------|-------------------------------------|
| Name:           | ADG, LLC                            |
| Street Address: | 300 East Long Lake Road             |
| City:           | Bloomfield Hills                    |
| State/Country:  | MICHIGAN                            |
| Postal Code:    | 48304                               |
| Entity Type:    | LIMITED LIABILITY COMPANY: MICHIGAN |

**PROPERTY NUMBERS Total: 4**

| Property Type        | Number  | Word Mark                         |
|----------------------|---------|-----------------------------------|
| Registration Number: | 2412950 | GREAT EXPRESSIONS                 |
| Registration Number: | 3258754 | LOOK FOR THE SMILE ABOVE OUR NAME |
| Registration Number: | 2407182 | GREAT EXPRESSIONS DENTAL CENTERS  |
| Registration Number: | 3261027 |                                   |

**CORRESPONDENCE DATA**

Fax Number: (617)951-7050  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (617) 951-7533  
 Email: megan.baca@ropesgray.com, erin.dugan@ropesgray.com  
 Correspondent Name: Megan R. Baca c/o Ropes & Gray LLP  
 Address Line 1: One International Place  
 Address Line 4: Boston, MASSACHUSETTS 02110

|                         |         |
|-------------------------|---------|
| ATTORNEY DOCKET NUMBER: | AGW-140 |
|-------------------------|---------|

**CH \$115.00 2412950**

|  |                  |
|--|------------------|
| NAME OF SUBMITTER:   | Megan Baca, Esq. |
| Signature:   | /megan baca/     |
| Date:  | 05/22/2008       |
| Total Attachments: 4<br>source=ADG LLC Cert of Merger#page1.tif<br>source=ADG LLC Cert of Merger#page2.tif<br>source=ADG LLC Cert of Merger#page3.tif<br>source=ADG LLC Cert of Merger#page4.tif |                  |

# *Michigan Department of Labor & Economic Growth*

## *Filing Endorsement*

*This is to Certify that the CERTIFICATE OF MERGER*

*for*

*ADG, INC.*

*ID NUMBER: 408045*

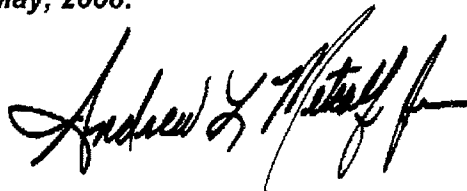
*received by facsimile transmission on May 20, 2008 is hereby endorsed*

*Filed on May 20, 2008 by the Administrator.*

*The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.*



*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 20TH day of May, 2008.*



*, Director*

*Bureau of Commercial Services*

Sent by Facsimile Transmission 08141

TRADEMARK

REEL: 003783 FRAME: 0252

BOB/COD-550m (Rev. 12/06)

|  |                       |                         |  |  |  |  |  |                 |                   |                        |
|--|-----------------------|-------------------------|--|--|--|--|--|-----------------|-------------------|------------------------|
| <b>MICHIGAN DEPARTMENT OF LABOR &amp; ECONOMIC GROWTH<br/>BUREAU OF COMMERCIAL SERVICES</b>  |                       |                         |  |  |  |  |  |                 |                   |                        |
| Date Received  | (FOR BUREAU USE ONLY) |                         |  |  |  |  |  |                 |                   |                        |
| This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.   |                       |                         |  |  |  |  |  |                 |                   |                        |
| <table border="1"> <tr> <td colspan="3">Name<br/>Melissa M. Fuhs</td> </tr> <tr> <td colspan="3">Address<br/>150 West Jefferson Avenue, Suite 2500</td> </tr> <tr> <td>City<br/>Detroit</td> <td>State<br/>Michigan</td> <td>Zip Code<br/>48226-4415</td> </tr> </table> |                       | Name<br>Melissa M. Fuhs |  |  | Address<br>150 West Jefferson Avenue, Suite 2500 |  |  | City<br>Detroit | State<br>Michigan | Zip Code<br>48226-4415 |
| Name<br>Melissa M. Fuhs  |                       |                         |  |  |  |  |  |                 |                   |                        |
| Address<br>150 West Jefferson Avenue, Suite 2500   |                       |                         |  |  |  |  |  |                 |                   |                        |
| City<br>Detroit  | State<br>Michigan     | Zip Code<br>48226-4415  |  |  |  |  |  |                 |                   |                        |
| EFFECTIVE DATE:  |                       |                         |  |  |  |  |  |                 |                   |                        |
| Expiration date for new assumed names: December 31,  |                       |                         |  |  |  |  |  |                 |                   |                        |
| Expiration date for transferred assumed names appear in Item 6   |                       |                         |  |  |  |  |  |                 |                   |                        |

Document will be returned to the name and address you enter above  
If left blank document will be mailed to the registered office.

### CERTIFICATE OF MERGER

#### Cross Entity Merger for use by Profit Corporations, Limited Liability Companies and Limited Partnerships

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), Act 23, Public Acts of 1993 (limited liability companies) and Act 213, Public Acts of 1982 (limited partnerships), the undersigned entities execute the following Certificate of Merger:

1. The Plan of Merger (Consolidation) is as follows:

a. The name of each constituent entity and its identification number is:

|           |        |
|-----------|--------|
| ADG, Inc. | 04696D |
| ADGG, LLC | E0785Q |
|           |        |

b. The name of the surviving (new) entity and its identification number is:

|          |  |
|----------|--|
| ADG, LLC |  |
|----------|--|

Corporations and Limited Liability Companies provide the street address of the survivor's principal place of business:

300 East Long Lake Road, Bloomfield Hills, Michigan 48304

2. (Complete only if an effective date is desired other than the date of filing. The date must be no more than 90 days after the receipt of this document in this office.)

The merger (consolidation) shall be effective on the 20<sup>th</sup> day of May, 2008.

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**3. Complete for Profit Corporations only**

For each constituent stock corporation, state:

| Name of corporation | Designation and number of outstanding shares in each class or series | Indicate class or series of shares entitled to vote | Indicate class or series entitled to vote as a class |
|---------------------|--|---|--|
| ADG, Inc.           | 1000   | Common  | Common   |
|                     |  |   |  |

If the number of shares is subject to change prior to the effective date of the merger or consolidation, the manner in which the change may occur is as follows:

The manner and basis of converting shares are as follows:

All shares in the Company shall, by virtue of the Merger and without any action by the Sole Shareholder, be deemed liquidated and cancelled, without any consideration.

The amendments to the Articles, or a restatement of the Articles, of the surviving corporation to be effected by the merger are as follows:

The Plan of Merger will be furnished by the surviving profit corporation, on request and without cost, to any shareholder of any constituent profit corporation.

The merger is permitted by the state or country under whose law it is incorporated and each foreign corporation has complied with that law in effecting the merger.

(Complete either Section (a) or (b) for each corporation)


a) The Plan of Merger was approved by the majority consent of the incorporators of \_\_\_\_\_, a Michigan corporation which has not commenced business, has not issued any shares, and has not elected a Board of Directors.

|                                      |                               |                                      |                               |
|--------------------------------------|-------------------------------|--------------------------------------|-------------------------------|
| _____<br>(Signature of Incorporator) | _____<br>(Type or Print Name) | _____<br>(Signature of Incorporator) | _____<br>(Type or Print Name) |
| _____<br>(Signature of Incorporator) | _____<br>(Type or Print Name) | _____<br>(Signature of Incorporator) | _____<br>(Type or Print Name) |

b) The plan of merger was approved by:

the Board of Directors of \_\_\_\_\_, the surviving Michigan corporation, without approval of the shareholders in accordance with Section 703a of the Act.

the Board of Directors and the shareholders of the following Michigan corporation(s) in accordance with Section 703a of the Act.

By   
 (Signature of Authorized Officer or Agent)  
 Richard E. Beckman  
 (Type or print name)  
 ADG, Inc.  
 (Name of Corporation)

By \_\_\_\_\_  
 (Signature of Authorized Officer or Agent)  
 \_\_\_\_\_  
 (Type or print name)  
 \_\_\_\_\_  
 (Name of Corporation)

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**4. Complete for any Limited Liability Companies only**

Check one of the following if the limited liability company is the survivor.

- There are no changes to be made to the Articles of Organization of the surviving limited liability company.
- The amendments to the Articles, or a restatement of the Articles, of the surviving limited liability company to be effected by the merger are as follows:

Article I: The name of the company is ADG, LLC

The manner and basis of converting the membership interests are as follows:

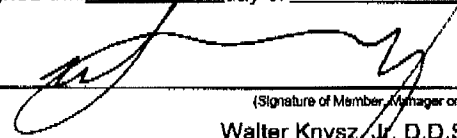
The membership interest shall remain as the issued and outstanding membership interest in the LLC.

The Plan of Merger was approved by the members of each constituent limited liability company in accordance with section 702(1).

The Plan of Merger was approved by the members of each domestic limited liability company in accordance with section 705a(5) and by each constituent business organization in the manner provided by the laws of the jurisdiction in which it is organized.

For each limited liability company involved in the merger, this document is signed in accordance with Section 103 of the Act.

Signed this 20<sup>th</sup> day of May, 2008

By 

(Signature of Member, Manager or Authorized Agent)

Walter Knysz, Jr. D.D.S., its Manager

(Type or Print Name and Capacity)

ADGG, LLC

(Name of Limited Liability Company)

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

By \_\_\_\_\_  
(Signature of Member, Manager or Authorized Agent)

(Type or Print Name and Capacity) (Rev. 6/03) (Rev. 6/03)

(Name of Limited Liability Company)

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