

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Integrated Performance Systems, Inc.		12/18/2007	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Beeline.com, Inc.
Street Address:	1 Independent Dr.
City:	Jacksonville
State/Country:	FLORIDA
Postal Code:	32202
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 1

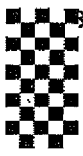
Property Type	Number	Word Mark
Registration Number:	3469388	ORCHESTRATA

CORRESPONDENCE DATA

Fax Number: (904)396-0663
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
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ATTORNEY DOCKET NUMBER:	M1013-29479
NAME OF SUBMITTER:	Thomas C. Saitta

Signature:	/thomas c. saitta/
Date:	09/10/2008
Total Attachments: 9 source=IPS Beeline merger docs#page1.tif source=IPS Beeline merger docs#page2.tif source=IPS Beeline merger docs#page3.tif source=IPS Beeline merger docs#page4.tif source=IPS Beeline merger docs#page5.tif source=IPS Beeline merger docs#page6.tif source=IPS Beeline merger docs#page7.tif source=IPS Beeline merger docs#page8.tif source=IPS Beeline merger docs#page9.tif	



December 20, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

BEELINE.COM, INC.
ONE INDEPENDENT DRIVE
JACKSONVILLE, FL 32202

Re: Document Number P00000047541

The Articles of Merger were filed December 20, 2007, effective January 1, 2008, for BEELINE.COM, INC., the surviving Florida entity.

This document was electronically received and filed under FAX audit number H07000303579.

Should you have any further questions concerning this matter, please feel free to call (850) 245-6916, the Amendment Section.

Carol Mustain
Regulatory Specialist II
Division of Corporations

Letter Number: 807A00071010

P.O BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF MERGER

of

INTEGRATED PERFORMANCE SYSTEMS, INC.
(an Illinois corporation)

with and into

BEELINE.COM, INC.
(a Florida corporation)

Pursuant to Section 607.1104, 607.1105 and 607.1107 of the Florida Business Corporation Act (the "Act"), Beeline.com, Inc., a Florida corporation (the "Surviving Entity"), and Integrated Performance Systems, Inc., an Illinois corporation and wholly-owned subsidiary of the Surviving Entity (the "Merging Entity"), hereby submit these Articles of Merger.

FIRST: The exact name, mailing address of its principal office, jurisdiction, and document number for the Surviving Entity is as follows:

Beeline.com, Inc., a Florida corporation, with its principal office at One Independent Drive, Jacksonville, Florida 32202, and its Florida Document Number being P00000047541.

SECOND: The exact name, mailing address of its principal office, jurisdiction, and corporation file number for the Merging Entity is as follows:

Integrated Performance Systems, Inc., an Illinois corporation, with its principal office at One Independent Drive, Jacksonville, Florida 32202, and its Illinois Corporation File Number being 57971665.

THIRD: The Plan of Merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on January 1, 2008.

FIFTH: The Plan of Merger was adopted by the Board of Directors of the Surviving Entity pursuant to a written consent dated December 18, 2007 in accordance with the applicable laws of the State of Florida and shareholder approval was not required.

SIXTH: The Plan of Merger was adopted by Board of Directors of the Merging Entity pursuant to a written consent dated December 18, 2007 in accordance with the Illinois Business Corporation Act of 1983 and shareholder approval was not required.

SEVENTH: The merger is permitted under the laws of the State of Illinois, which is the jurisdiction of the Merging Entity.

EIGHTH: The Articles of Merger comply with, and were executed in accordance with, the laws of the State of Florida.

IN WITNESS WHEREOF, each of the parties hereto have caused these Articles of Merger to be executed by their duly authorized officer as of this 18th day of December 2007.

INTEGRATED PERFORMANCE SYSTEMS, INC.

By: 
Name: Gregory D. Holland
Title: Vice President and Secretary

BEELINE.COM, INC.

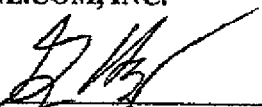
By: 
Name: Gregory D. Holland
Title: Vice President and Secretary

EXHIBIT A

PLAN OF MERGER

of

INTEGRATED PERFORMANCE SYSTEMS, INC.
(an Illinois corporation)

into

BEELINE.COM, INC.
(a Florida corporation)

THIS AGREEMENT AND PLAN OF MERGER dated as of December 18, 2007 ("Plan of Merger"), is made and entered into by and between Integrated Performance Systems, Inc., an Illinois corporation (the "Merging Entity"), and Beeline.com, Inc., a Florida corporation (the "Surviving Entity").

RECITALS

WHEREAS, the Merging Entity is an Illinois corporation, and a wholly-owned subsidiary of the Surviving Entity;

WHEREAS, the parties to this Plan of Merger desire to merge the Merging Entity with and into the Surviving Entity.

NOW THEREFORE, in consideration of the premises and of the mutual agreements herein contained, and other good and value consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto do hereby agree as follows:

ARTICLE I

NAMES OF THE MERGING ENTITY

The exact name, mailing address of its principal office, jurisdiction, and entity type for the Merging Entity is as follows:

Integrated Performance Systems, Inc., an Illinois corporation, with its principal office at One Independent Drive, Jacksonville, Florida 32202, its EIN being 36-3972284, and its Illinois Corporation File Number being 57971665.

ARTICLE II

NAME OF THE SURVIVING ENTITY

The exact name, mailing address of its principal office, jurisdiction, and entity type for the Surviving Entity is as follows:

Beeline.com, Inc., a Florida corporation, with its principal office at One Independent Drive, Jacksonville, Florida 32202, its EIN being 59-3700900, and its Florida Document Number being P00000047541.

ARTICLE III

MERGER

Subject to the terms and conditions of this Plan of Merger, as of the Effective Time (as defined below), the Merging Entity shall be merged with and into the Surviving Entity (the "Merger") pursuant to the provisions of, and with the effect provided in, the Florida Business Corporation Act (the "Florida Act") and the Illinois Business Corporation Act of 1983 (the "Illinois Act"). At the Effective Time, the separate existence and organization of the Merging Entity shall cease, and the Surviving Entity shall continue its corporate existence and organization unaffected and unimpaired by the Merger as the surviving entity under the name "Beeline.com, Inc.", and shall continue to be governed by the laws of the State of Florida.

ARTICLE IV

APPROVAL OF THE PLAN OF MERGER

Pursuant to Section 607.1104 of the Florida Act and Section 11.30 of the Illinois Act, approval of this Plan of Merger by the shareholders of either of the Surviving Entity or the Merging Entity is not required. This Plan of Merger, and any related matters, was approved by the Board of Directors of the Surviving Entity and by the Board of Directors of the Merging Entity. Shareholders of the Merging Entity, which is the wholly-owned subsidiary of the Surviving Entity, who, except for the applicability of Section 607.1104 of the Florida Act, would be entitled to vote and who dissent from the Merger pursuant to Section 607.1321 of the Florida Act, may be entitled, if they comply with the provisions of the Florida Act regarding appraisal rights, to be paid the fair value of their shares.

ARTICLE V

FILING ARTICLES OF MERGER;
EFFECTIVE TIME OF THE MERGER

Section 1. Filing Articles of Merger. If this Plan of Merger is not hereafter terminated or abandoned as permitted by the provisions hereof, then Articles of Merger evidencing the transactions contemplated herein shall be filed and recorded in accordance with the Florida Act, and Articles of Merger evidencing the transactions contemplated herein shall be filed and recorded in accordance with the Illinois Act.

Section 2. Effective Time of Merger. The Merger shall be effective at 12:00 A.M., Eastern Standard Time, on January 1, 2008, or, if later, at the time and on the date at which the Articles of Merger are filed with the Florida Department of State and the Articles of Merger are filed with the Illinois Secretary of State (such date and time being herein referred to as the "Effective Time").

ARTICLE VI

ARTICLES OF INCORPORATION AND BYLAWS

The Articles of Incorporation and the Bylaws of the Surviving Entity in effect immediately prior to the Effective Time shall be the Articles of Incorporation and the Bylaws of the Surviving Entity upon the Effective Time, in each case until amended in accordance with applicable law.

ARTICLE VII

PURPOSES OF THE SURVIVING ENTITY

The purposes of the Surviving Entity shall be to engage in the activities identified in its Articles of Incorporation and any other activities in which a corporation organized under the Florida Act may engage.

ARTICLE VIII

BOARD OF DIRECTORS AND OFFICERS

At the Effective Time, the Board of Directors of the Surviving Entity shall consist of those persons serving as directors of record of the Surviving Entity immediately prior to the Effective Time. At the Effective Time, the Officers of the Surviving Entity shall consist of those persons serving as officers of record of the Surviving Entity immediately prior to the Effective Time.

ARTICLE IX

CONVERSION OF SHARES

Section 1. Conversion of the Merging Entity Shares: At the Effective Time and by virtue of the Merger and without any action on the part of any of the Merging Entity, the Surviving Entity, or the shareholders thereof, each share of the Merging Entity stock outstanding immediately before the Effective Time shall be cancelled and shall cease to exist from and after the Effective Time. No shares of stock of the Surviving Entity or any other consideration shall be issued in exchange therefor.

Section 2. Effect on the Surviving Entity Shares: The Merger shall have no effect on the shares of the Surviving Entity issued and outstanding at the Effective Time, and the authorized capital stock of the Surviving Entity following the Effective Time shall remain the same as prior to the Effective Time, unless and until the same shall be changed in accordance with Florida law.

ARTICLE X

FURTHER ASSURANCES

If at any time the Surviving Entity shall consider or be advised that any further assignments, conveyances or assurances are necessary or desirable to vest, perfect or confirm in the Surviving Entity title to any property or rights of the Merging Entity, or otherwise carry out the provisions hereof, the proper officers and directors of the Merging Entity as of the Effective Time, and thereafter the officers of the Surviving Entity, acting on behalf of the Merging Entity, shall execute and deliver any and all property assignments, conveyances and assurances, and do all things necessary or desirable to vest, perfect or confirm title to such property or rights in the Surviving Entity and otherwise carry out the provisions hereof.

ARTICLE XI

TERMINATION

This Agreement may be terminated at any time before the Effective Time of the Merger if the Boards of Directors of the Merging Entity and Surviving Entity duly adopt resolutions abandoning this Plan of Merger.

ARTICLE XII

MISCELLANEOUS

Section 1. Governing Law. This Plan of Merger shall be governed by and construed in accordance with the laws of the State of Florida applicable to agreements made and entirely to be performed in such jurisdiction. EACH OF THE PARTIES HERETO WAIVES ANY AND ALL RIGHT TO TRIAL BY JURY IN ANY LEGAL PROCEEDING ARISING OUT OF OR RELATING TO THIS PLAN OF MERGER OR THE TRANSACTIONS CONTEMPLATED HEREBY.

Section 2. Binding Agreement. This Plan of Merger and the covenants and agreements herein contained shall inure to the benefit of and shall bind the respective parties hereto and their respective successors and assigns.

Section 3. Entire Agreement. This Plan of Merger contains the entire agreement between the parties hereto with respect to the subject matter hereof, and supersedes all prior agreements and understandings, oral or written, between the parties with respect thereto.

Section 4. Counterparts. This Plan of Merger may be executed in counterparts (including by facsimile transmission), each of which shall be deemed an original but all of which shall constitute one and the same instrument.

IN WITNESS WHEREOF, the parties hereto have caused this Plan of Merger to be executed by their duly authorized officers as of this 18th day of December 2007.

INTEGRATED PERFORMANCE SYSTEMS, INC.

By: 

Name: Gregory D. Holland

Title: Vice President and Secretary

BEE LINE.COM, INC.

By: 

Name: Gregory D. Holland

Title: Vice President and Secretary

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