

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/01/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Elkin Medical Systems, Inc.		07/01/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Elkin Medical Systems, Inc.
Street Address:	12401 West Olympic Boulevard
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90064-1022
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 12

Property Type	Number	Word Mark
Registration Number:	3532664	RAPIDPACS
Registration Number:	3110706	DIGITAL PRACTICE
Registration Number:	2975821	EKLIN
Registration Number:	3007289	RAPIDSTUDY
Registration Number:	2906712	RAPIDVIEW
Registration Number:	3506364	EKLINVAULT
Registration Number:	3130573	RAPIDSTORE
Serial Number:	77131293	THE POWER OF E
Registration Number:	3384396	ELINC
Registration Number:	3454869	RAPIDFIRE
Registration Number:	3377291	VIA
Registration Number:	3528170	EKLIN

OP \$315.00 3532664

CORRESPONDENCE DATA

Fax Number: (214)953-1121
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 2148807002
Email: jcone@hitchcockevert.com
Correspondent Name: John Cone Hitchcock Evert LLP
Address Line 1: PO Box 131709
Address Line 4: Dallas, TEXAS 75313-1709

ATTORNEY DOCKET NUMBER:	VCAA-33499
NAME OF SUBMITTER:	John M. Cone
Signature:	/johnmcone/
Date:	07/14/2009

Total Attachments: 6
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ELK LODGE ACQUISITION, INC.", A DELAWARE CORPORATION, WITH AND INTO "EKLIN MEDICAL SYSTEMS, INC." UNDER THE NAME OF "ELKIN MEDICAL SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 2009, AT 4:14 O'CLOCK P.M.

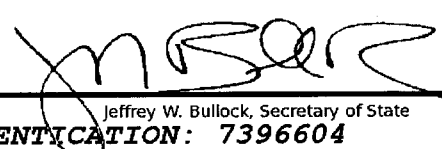
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3481774 8100M

090667362

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7396604

DATE: 07-01-09

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EXECUTION COPY

CERTIFICATE OF MERGER
OF
ELK LODGE ACQUISITION, INC.
WITH AND INTO
EKLIN MEDICAL SYSTEMS, INC.

Pursuant to Section 251 of the Delaware General Corporation Law, the undersigned corporation, hereby certifies that:

FIRST: The name and jurisdiction of incorporation of each of the constituent corporations of the merger are:

- (a) Elk Lodge Acquisition, Inc., a Delaware corporation; and
- (b) Eklin Medical Systems, Inc., a Delaware corporation.

SECOND: An agreement of merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the Delaware General Corporation Law.

THIRD: The name of the surviving corporation is Eklin Medical Systems, Inc., a Delaware corporation.

FOURTH: The certificate of incorporation of the surviving corporation shall be amended in its entirety as set forth in Exhibit A attached hereto.

FIFTH: The merger is to become effective upon the filing of this certificate of merger.

SIXTH: The executed agreement of merger is on file at 12401 West Olympic Boulevard, Los Angeles, California 90064-1022, the address of the principal place of business of the surviving corporation.

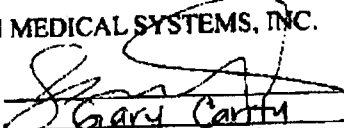
SEVENTH: A copy of the agreement of merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of the constituent corporations.

EIGHTH: Upon filing of this certificate of merger the officers and directors of merging corporation shall be the officers and directors of surviving corporation.

[Signature page follows]

IN WITNESS WHEREOF, Eklin Medical Systems, Inc., the surviving corporation, has caused this certificate to be signed by an authorized officer on the 1st day of July, 2009.

EKLIN MEDICAL SYSTEMS, INC.

By: 
Name: Gary Carty
Title: Chief Executive Officer

Signature Page to Certificate of Merger

EXHIBIT A
CERTIFICATE OF INCORPORATION
OF
ELKIN MEDICAL SYSTEMS, INC.

ARTICLE I.
NAME

The name of the corporation is Elkin Medical Systems, Inc. (the "Corporation").

ARTICLE II.
PURPOSE

The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the DGCL.

ARTICLE III.
REGISTERED AGENT

The street address of the initial registered office of the Corporation in the State of Delaware is 1209 Orange Street in the City of Wilmington, County of New Castle, and the name of the Corporation's initial registered agent at such address is The Corporation Trust Company.

ARTICLE IV.
CAPITALIZATION

The total number of shares of capital stock which the Corporation is authorized to issue is 1,000 shares, all of which shares shall be Common Stock having a par value of \$.001 per share (the "Common Stock"). The holders of shares of Common Stock shall be entitled to one vote for each such share on each matter properly submitted to the stockholders on which the holders of shares of Common Stock are entitled to vote.

ARTICLE V.
DIRECTORS

Section 5.01 Board of Directors. The business and affairs of the Corporation shall be managed by, or under the direction of, its board of directors (the "Board"). In addition to the powers and authority expressly conferred upon the Board by statute, this Certificate or the By-Laws (the "By-Laws") of the Corporation, the Board is hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation, subject, nevertheless, to the provisions of the DGCL, this Certificate and any By-Laws adopted by the stockholders; provided, however, that no By-Laws hereafter adopted by the stockholders shall invalidate any prior act of the Board that would have been valid if such By-Laws had not been adopted.

Certificate of Incorporation of
Elkin Medical Systems, Inc.

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Section 5.02 Election. Unless and except to the extent that the By-Laws shall so require, the election of directors need not be by written ballot.

ARTICLE VI.
BY-LAWS

In furtherance and not in limitation of the powers conferred upon it by law, the Board shall have the power to adopt, amend, alter or repeal the By-Laws. The By-Laws also may be adopted, amended, altered or repealed by the stockholders.

ARTICLE VII.
LIMITED LIABILITY; INDEMNIFICATION

Section 7.01 Limitation of Personal Liability. No person who is or was a director of the Corporation shall be personally liable to the Corporation or any of its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted by the DGCL as the same exists or hereafter may be amended. If the DGCL is hereafter amended to authorize corporate action further limiting or eliminating the liability of directors, then the liability of a director to the Corporation or its stockholders shall be limited or eliminated to the fullest extent permitted by the DGCL, as so amended. Any repeal or amendment of this Section 7.01 by the stockholders of the Corporation or by changes in law, or the adoption of any other provision of this Certificate inconsistent with this Section 7.01 will, unless otherwise required by law, be prospective only (except to the extent such amendment or change in law permits the Corporation to further limit or eliminate the liability of directors) and shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or amendment or adoption of such inconsistent provision with respect to acts or omissions occurring prior to such repeal or amendment or adoption of such inconsistent provision.

Section 7.02 Indemnification.

Each person who is or was made a party or is threatened to be made a party to or is otherwise involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter a "proceeding") by reason of the fact that he or she is or was a director, officer, employee or agent of the Corporation, or, while a director or officer, employee or agent of the Corporation, is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to an employee benefit plan (hereinafter a "Covered Person"), whether the basis of such proceeding is alleged action in an official capacity as a director, officer, employee or agent, or in any other capacity while serving as a director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized or permitted by applicable law, as the same exists or may hereafter be amended, against all expense, liability and loss (including, without limitation, attorneys' fees, judgments, fines, ERISA excise taxes and penalties and amounts paid in settlement) reasonably incurred or suffered by such Covered Person in connection with such proceeding, and such right to indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of his or her heirs, executors

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and administrators; provided, however, that, except for proceedings to enforce rights to indemnification, the Corporation shall indemnify a Covered Person in connection with a proceeding (or part thereof) initiated by such Covered Person only if such proceeding (or part thereof) was authorized by the Board. The right to indemnification conferred by this Section 7.02 shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending or otherwise participating in any such proceeding in advance of its final disposition.

The rights conferred on any Covered Person by this Section 7.02 shall not be exclusive of any other rights which any Covered Person may have or hereafter acquire under law, this Certificate, the By Laws, an agreement, vote of stockholders or disinterested directors, or otherwise.

Any repeal or amendment of this Section 7.02 by the stockholders of the Corporation or by changes in law, or the adoption of any other provision of this Certificate inconsistent with this Section 7.02, will, unless otherwise required by law, be prospective only (except to the extent such amendment or change in law permits the Corporation to provide broader indemnification rights on a retroactive basis than permitted prior thereto), and will not in any way diminish or adversely affect any right or protection existing at the time of such repeal or amendment or adoption of such inconsistent provision in respect of any act or omission occurring prior to such repeal or amendment or adoption of such inconsistent provision.

This Section 7.02 shall not limit the right of the Corporation, to the extent and in the manner authorized or permitted by law, to indemnify and to advance expenses to persons other than Covered Persons.

ARTICLE VIII. AMENDMENT OF CERTIFICATE OF INCORPORATION

The Corporation reserves the right at any time from time to time to amend, alter, change or repeal any provision contained in this Certificate, and any other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by this Certificate, the By Laws or the DGCL; and except as set forth in ARTICLE VII, all rights, preferences and privileges herein conferred upon stockholders, directors or any other persons by and pursuant to this Certificate in its present form or as hereafter amended are granted subject to the right reserved in this Article.

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Ekin Medical Systems, Inc.