

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Conveying Party Data should read Axonn, L.L.C. previously recorded on Reel 004152 Frame 0069. Assignor(s) hereby confirms the Change of Name.

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Axon, L.L.C.		12/31/2009	CORPORATION: LOUISIANA

RECEIVING PARTY DATA

Name:	NOXA Holdings LLC
Street Address:	19349 North 12th
City:	Covington
State/Country:	LOUISIANA
Postal Code:	70433
Entity Type:	CORPORATION: LOUISIANA

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	3430980	AXONN
Registration Number:	3430536	POWERED BY AXONN
Registration Number:	2887781	AXTRACKER
Registration Number:	3318894	AXESS
Registration Number:	2882471	AXONN AXESS
Registration Number:	2882462	AXONN
Registration Number:	2449667	WIRELESS DATA SOLUTIONS THAT WORK

CORRESPONDENCE DATA

Fax Number: (513)381-0205
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 513-381-2838
 Email: bayliss@taftlaw.com
 Correspondent Name: Linda D. Bayliss
 Address Line 1: 425 Walnut Street

900155514

**TRADEMARK
 REEL: 004155 FRAME: 0130**

OP \$190.00 3430980

Address Line 2: Suite 1800
Address Line 4: Cincinnati, OHIO 45202

ATTORNEY DOCKET NUMBER:	GLS03 GN010
NAME OF SUBMITTER:	Linda D. Bayliss, paralegal
Signature:	/Linda D. Bayliss, paralegal/
Date:	02/24/2010

Total Attachments: 6
source=noxa holdings name change#page1.tif
source=noxa holdings name change#page2.tif
source=noxa holdings name change#page3.tif
source=noxa holdings name change#page4.tif
source=axonn trademark correction#page1.tif
source=axonn trademark correction#page2.tif

TO:LINDA D. BAYLISS COMPANY:425 WALNUT STREET

TRADEMARK ASSIGNMENT

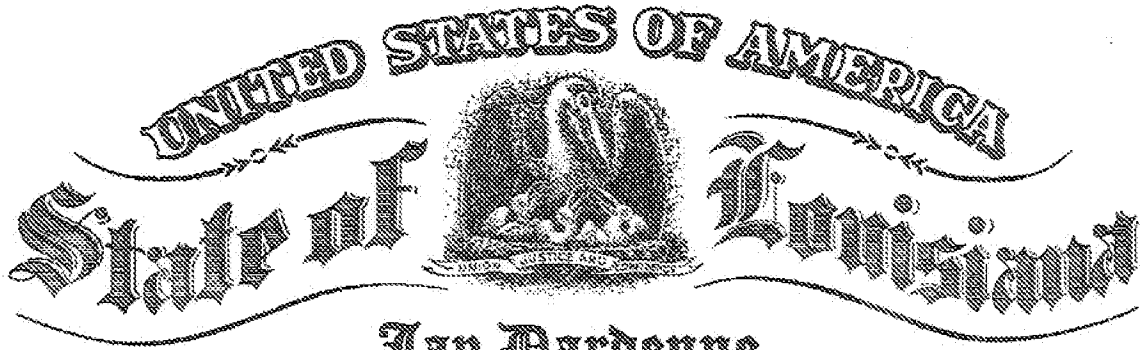
Electronic Version v1.1
Stylesheet Version v1.102/19/2010
900155120

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Axon, L.L.C.		12/31/2009	CORPORATION: LOUISIANA
RECEIVING PARTY DATA			
Name:	NOXA Holdings LLC		
Street Address:	19349 North 12th		
City:	Covington		
State/Country:	LOUISIANA		
Postal Code:	70433		
Entity Type:	CORPORATION: LOUISIANA		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3430980	AXONN	
Registration Number:	3430536	POWERED BY AXONN	
Registration Number:	2887781	AXTRACKER	
Registration Number:	3318894	AXESS	
Registration Number:	2882471	AXONN AXESS	
Registration Number:	2882462	AXONN	
Registration Number:	2449867	WIRELESS DATA SOLUTIONS THAT WORK	
CORRESPONDENCE DATA			
Fax Number:	(513)381-0205		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	513-381-2638		
Email:	bayliss@taftlaw.com		
Correspondent Name:	Linda D. Bayliss		
Address Line 1:	425 Walnut Street		
Address Line 2:	Suite 1800		

02/19/2010 8:56:05 AM

TO:LINDA D. BAYLISS COMPANY:425 WALNUT STREET

Address Line 4: Cincinnati, OHIO 45202	
ATTORNEY DOCKET NUMBER:	GLS03 GN010
NAME OF SUBMITTER:	Linda D. Bayliss
Signature:	/Linda D. Bayliss, paralegal/
Date:	02/19/2010
Total Attachments: 4 source=noxa holdings name change#page1.tif source=noxa holdings name change#page2.tif source=noxa holdings name change#page3.tif source=noxa holdings name change#page4.tif	



Jay Bardenne
SECRETARY OF STATE

The Secretary of State of the State of Louisiana I do hereby Certify that

the attached document(s) of

NOXA HOLDINGS LLC

are true and correct and are filed in the Louisiana Secretary of State's Office.
40082133 Amendments 12/31/2009 3 pages

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 4, 2010


Secretary of State

WH 34968869K



Certificate ID: 10033816#BF40

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.
www.sos.louisiana.gov

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
AXONN, L.L.C.

WHEREAS, Axonn, L.L.C. (the "Company") was organized pursuant to Articles of Organization filed with the Secretary of State of Louisiana on July 26, 2000 (the "Articles");

WHEREAS, the undersigned, acting pursuant to the Louisiana Limited Liability Company Law, La. R.S. 12:1301, et. seq. (as amended from time to time or any successor statute, the "LaLLCL"), desires to amend and restate the Articles in their entirety (the "Amended and Restated Articles of Organization"); and

WHEREAS, the Amended and Restated Articles of Organization were duly authorized by the adoption of resolutions by the Board of Managers of the Company and by, among other votes, the written consent of the holders of a majority of the voting power of the members of the Company, and the Board of Managers and the Members authorized Gerald F. Schmidt, the Chairman of the Board of Managers of the Company, to execute these Amended and Restated Articles of Organization.

NOW, THEREFORE, the Articles are hereby amended and restated in their entirety as follows:

1. *Name.* The name of the Company is NOXA Holdings LLC.
2. *Purpose.* The purpose of the Company is to engage in any lawful activity.
3. *Management.* The business of the Company shall be managed by or under the authority of a Board of Managers elected by its members (who may but need not be members), as provided in the operating agreement of the Company. The rights and duties, including any restrictions thereof, of the managers shall be specified in the operating agreement.
4. *Limitation of Liability.* The members and managers of the Company shall not be personally liable for any monetary damages for breach of any fiduciary duty of care, as and to the extent provided in Section 1315 of the LaLLCL. If the LaLLCL is amended to authorize any further elimination or limitation of the personal liability of members and managers, then the liability of the members and managers of the Company shall be eliminated or limited to the fullest extent permitted by the LaLLCL, as so amended. Any repeal or modification of this Article by the members of the Company shall not adversely affect any right or protection of a member and manager of the Company under this Article with respect to any act or omission occurring prior to the time of such repeal or modification.
5. *Certificates of Authority.* In accordance with Section 12:1303(C)(5) of the LaLLCL, any manager of the Company is authorized to

{N2092908.1}

execute any certificate confirming the membership of any member (including that of the certifying manager), the authenticity of any records of the Company or the identity of any manager, officer, person or entity authorized to take action on behalf of the Company. Any person dealing with the Company may rely conclusively on any certificate executed by a manager and shall not have any obligation to investigate or verify the statements in the certificate or the manager's authority to execute the certificate. This conclusive right to rely applies even in the case of actions listed in Section 1318(b) of the LaLLCL.

6. *Indemnification.* The Company shall have the power to provide in its operating agreement for indemnification of its members, managers, officers, employees and agents to the fullest extent indemnification would be either mandatory or permissive under Section 83 of the Louisiana Business Corporation Law, La.R.S. 12:1, et seq., as amended, if such person were an officer or director of a Louisiana corporation. No amendment to the operating agreement limiting the right to indemnification shall affect the entitlement of any person to indemnification whose claim thereto results from conduct occurring prior to the date of such amendment.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization on December 29, 2009.

AUTHORIZED MANAGER:


Gerald F. Schmidt
Chairman of the Board of Managers

ACKNOWLEDGMENT

STATE OF LOUISIANA

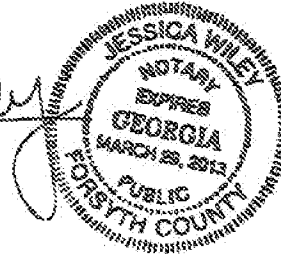
PARISH OF ORLEANS

BEFORE ME, the undersigned authority, personally came and appeared, Gerald F. Schmidt, Chairman of the Board of Managers of Axonn, L.L.C., to me known to be the person who signed the foregoing Amended and Restated Articles of Organization of Axonn, L.L.C. in such capacity, and who, having been duly sworn, acknowledged and declared, in my presence, that he signed such instrument as his free and voluntary act and deed on behalf of Axonn, L.L.C. for the purposes set forth therein.

IN WITNESS WHEREOF, the appearer and I have hereunto affixed our hands on this 29th day of December, 2009, in the aforesaid parish and state.

Gerald F. Schmidt
Gerald F. Schmidt
Chairman of the Board of Managers

Jessica Wiley
NOTARY PUBLIC



(N2092962.1)