

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Scitec, Inc.		12/31/2009	CORPORATION: ILLINOIS

RECEIVING PARTY DATA

Name:	Telematrix, Inc.
Street Address:	5025 Galley Road
City:	Colorado Springs
State/Country:	COLORADO
Postal Code:	80915
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 13

Property Type	Number	Word Mark
Registration Number:	2137062	AEGIS
Registration Number:	1984451	MARQUIS
Registration Number:	3067343	SCITEC
Registration Number:	2701081	STEELTRAP
Registration Number:	3359081	TELEMATRIX
Registration Number:	2488258	TOUHLITE
Serial Number:	77706861	ADTIGA
Serial Number:	77925092	CETIS
Serial Number:	77696854	IPRIORITYCARE
Serial Number:	77894417	PASSPORT
Serial Number:	77696824	PRIORITYCARE
Serial Number:	77696876	SPECTRUM PLUS
Serial Number:	77429873	TELECONCEPTS

CH \$340.00 2137062

TRADEMARK

900157508

REEL: 004170 FRAME: 0606

CORRESPONDENCE DATA

Fax Number: (877)769-7945

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 612-335-5070

Email: tmdoctc@fr.com

Correspondent Name: Joel D. Leviton

Address Line 1: P.O. Box 1022

Address Line 4: Minneapolis, MINNESOTA 55440-1022

ATTORNEY DOCKET NUMBER:	10569-0001001
NAME OF SUBMITTER:	Joel D. Leviton
Signature:	/Joel D. Leviton/
Date:	03/19/2010

Total Attachments: 6

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State of Delaware

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 898
DOVER, DELAWARE 19903

091150985

9466345
MEYER CAPEL, P.C.
306 WEST CHURCH STREET
CHAMPAIGN

IL 61820

12-31-2009

ATTN: EVAN D COOBS

DESCRIPTION	AMOUNT
TELEMATRIX, INC. 4112180 0250S Merger; Survivor	
Merger	75.00
Receiving/Indexing	115.00
Data Entry Fee	5.00
Court Municipality Fee, Wilm.	20.00
Surcharge Assessment-New Castle	6.00
Page Assessment-New Castle Count	27.00
Expedite Fee, Same Day	200.00
FILING TOTAL	448.00
TOTAL PAYMENTS	448.00
SERVICE REQUEST BALANCE	.00

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:01 PM 12/30/2009
FILED 03:01 PM 12/30/2009
SRV 091150985 - 4112180 FILE

CERTIFICATE OF MERGER

of

SCITEC, INC.
(an Illinois corporation)

with and into

TELEMATRIX, INC.
(a Delaware corporation)

**Under Section 252 of the General
Corporation Law of the State of Delaware**

The undersigned corporation, Telematrix, Inc., hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations are: Scitec, Inc, an Illinois corporation (the "Disappearing Corporation"), and Telematrix, Inc., a Delaware corporation (the "Surviving Corporation").

SECOND: An agreement of merger has been approved, adopted, certified, executed and acknowledged by the Disappearing Corporation in accordance with the laws of its state of incorporation, and by the Surviving Corporation in accordance with the provisions of the General Corporation Law of the State of Delaware (the "DGCL"). The Agreement and Plan of Merger has been adopted by the parties in accordance with Section 252 of the DGCL, and all requirements set forth in such section have been satisfied.

THIRD: The name of the Surviving Corporation is Telematrix, Inc.

FOURTH: Upon the effectiveness of the merger, the Certificate of Incorporation of the Surviving Corporation shall continue to be the Certificate of Incorporation of the Surviving Corporation in effect prior to the merger, until further amended and changed in accordance with the provisions of the DGCL.

FIFTH: The executed agreement of merger is on file at the principal place of business of the Surviving Corporation at 5025 Galley Road, Colorado Springs, Colorado 80915.

SIXTH: A copy of the agreement of merger will be furnished by the Surviving Corporation on request, and without cost, to any stockholder of the Disappearing Corporation or the Surviving Corporation.

SEVENTH: The Surviving Corporation is a corporation of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Merger on behalf of the Surviving Corporation as its authorized officer and hereby affirms, under penalty of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated herein are true.

DATED: December 31, 2009

TELEMATRIX, INC.

By: Bing N. Sun
Name: Bing N. Sun
Title: President

FORM **BCA 11.25** (rev. Dec. 2003)
**ARTICLES OF MERGER,
 CONSOLIDATION OR EXCHANGE**
 Business Corporation Act

ILLINOIS
 FILING

Secretary of State
 Department of Business Services
 501 S. Second St., Rm. 350
 Springfield, IL 62756
 217-782-6961
 www.cyberdriveillinois.com

Remit payment in the form of a
 check or money order payable
 to Secretary of State.

Filing fee is \$100, but if merger or
 consolidation involves more than two
 corporations, submit \$50 for each
 additional corporation.

File # _____ Filing Fee: \$ _____ Approved: _____

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

NOTE: Strike inapplicable words in Items 1, 3, 4 and 5.

1. Names of Corporations proposing to ~~consolidate~~ ^{merge} and State or Country of incorporation.
~~exchange shares~~

Name of Corporation	State or Country of Incorporation	Corporation File Number
Scitec, Inc.	Illinois	57390808
Telematrix, Inc.	Delaware	65040514

2. The laws of the state or country under which each Corporation is incorporated permits such merger, consolidation or exchange.

3. a. Name of the ~~new~~ ^{surviving} corporation: Telematrix, Inc.
~~acquiring~~

b. Corporation shall be governed by the laws of: Delaware

For more space, attach additional sheets of this size.

4. Plan of ~~consolidation~~ ^{merger} is as follows:
~~exchange~~

Each issued and outstanding share of capital stock of Scitec, Inc., shall be cancelled in connection with the merger.

5. The merger consolidation exchange was approved, as to each Corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois Corporation, as follows:

The following items are not applicable to mergers under §11.30 — 90 percent-owned subsidiary provisions. (See Article 7 on page 3.)

Mark an "X" in one box only for each Illinois Corporation.

Name of Corporation:	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (§11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10 and §11.20.	By written consent of ALL shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
Scitec, Inc. _____	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Not applicable if surviving, new or acquiring Corporation is an Illinois Corporation.

It is agreed that, upon and after the filing of the Articles of Merger, Consolidation or Exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring Corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving, new or acquiring Corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring Corporation to accept service of process in any such proceedings, and
- c. The surviving, new or acquiring Corporation will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

7. Complete if reporting a merger under §11.30 — 90 percent-owned subsidiary provisions.

a. The number of outstanding shares of each class of each merging subsidiary Corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent Corporation:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

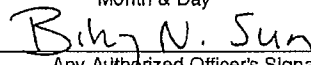
b. Not applicable to 100 percent-owned subsidiaries.

The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary Corporation was _____, _____, _____
Month & Day Year

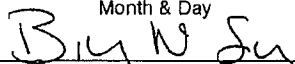
Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary Corporations received? Yes No

(If "No," duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and the notice of the right to dissent to the shareholders of each merging subsidiary Corporation.)

8. The undersigned Corporation has caused this statement to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in BLACK INK.

Dated December 30, 2009, _____, _____
Month & Day Year

 Any Authorized Officer's Signature
Bing N. Sun, President
 Name and Title (type or print)

Telematrix, Inc.
 Exact Name of Corporation

Dated December 30, 2009, _____, _____
Month & Day Year

 Any Authorized Officer's Signature
Bing N. Sun, President
 Name and Title (type or print)

Scitec, Inc.
 Exact Name of Corporation

Dated _____, _____, _____
Month & Day Year

 Any Authorized Officer's Signature

 Name and Title (type or print)

 Exact Name of Corporation

