

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/22/2008		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MicroNet, Inc.		04/22/2008	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Amerivault Corp.		
Street Address:	130 TURNER STREET		
Internal Address:	BLDG. 3/SUITE 220		
City:	WALTHAM		
State/Country:	MASSACHUSETTS		
Postal Code:	02453		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3065824	CHAMBERMASTER	
CORRESPONDENCE DATA			
Fax Number:	(202)420-2201		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	parsonse@dicksteinshapiro.com		
Correspondent Name:	Dickstein Shapiro LLP		
Address Line 1:	1825 Eye Street, NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20006		
ATTORNEY DOCKET NUMBER:	G0055.0002		
NAME OF SUBMITTER:	Elizabeth Parsons		
Signature:	/EP/		

OP \$40.00 3065824

Date:

01/26/2011

Total Attachments: 7

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"MICRONET, INC.", A NEW YORK CORPORATION,
WITH AND INTO "AMERIVault CORP." UNDER THE NAME OF "AMERIVault CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF APRIL, A.D. 2008, AT 2:01 O'CLOCK P.M.

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

3376179 8100M

080457941



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6541423

DATE: 04-23-08

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

TRADEMARK
REEL: 004461 FRAME: 0003

CERTIFICATE OF OWNERSHIP AND MERGER

OF

MICRONET, INC.
a New York corporation

INTO

AMERIVault CORP.
a Delaware corporation

Pursuant to Sections 103 and 253 of the
General Corporation Law of the State of Delaware

amerivault Corp. (the "Corporation"), a corporation organized under the Delaware General Corporation Law (the "DGCL"), does hereby certify to the following facts relating to the merger of MicroNet, Inc. ("Subsidiary"), a New York corporation organized under the New York Business Corporation Law, with and into the Corporation, with the Corporation remaining as the surviving corporation.

FIRST: The Corporation is a business corporation organized under the DGCL.

SECOND: The Corporation is the owner of all of the issued and outstanding shares of capital stock of Subsidiary.

THIRD: That, pursuant to Sections 141(f) and 253 of the DGCL, the Board of Directors of the Corporation on April 15, 2008 unanimously adopted resolutions authorizing the merger of Subsidiary into the Corporation. A true copy of such resolutions is annexed hereto as Exhibit A. Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof.

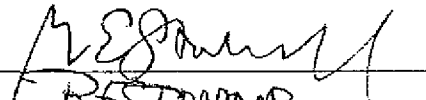
IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Ownership and Merger to be duly executed as of this 22nd day of April, 2008.

AMERIVault CORP.
A Delaware Corporation

By: _____

Name:

Title:


RSTODDARD
PRES & CEO

Ralph Stoddard

Exhibit A

Resolutions of the Board of Directors

UNANIMOUS WRITTEN CONSENT OF DIRECTORS IN LIEU OF
SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

AMERIVault Corp.

April 15, 2008

The undersigned, being all of the directors of Amerivault Corp., a Delaware corporation (the "Corporation"), do hereby take, pursuant to Section 141(f) of the Delaware General Corporation Law (the "DGCL"), the following actions by written consent and without a meeting, which actions shall have the same force and effect as if duly adopted at a meeting duly called and held of which a quorum was present and acting throughout:

WHEREAS, the Corporation is the owner of all of the issued and outstanding shares of common stock, no par value per share, of MicroNet, Inc, a New York corporation ("Subsidiary"), and no other shares of stock of any class or series of Subsidiary are authorized, issued or outstanding;

WHEREAS, pursuant to Section 253 of the DGCL and Sections 907(c) and 905 of the New York Business Corporation Law (the "NYBCL"), the Corporation wishes to merge Subsidiary with and into the Corporation; and

WHEREAS, both the DGCL and the NYBCL permit the merger of a New York corporation with and into a Delaware corporation; and

WHEREAS, the undersigned directors agree that such merger is advisable and in the best interests of the Corporation;

NOW, THEREFORE BE IT:

Approval of Merger

RESOLVED: That the Corporation is the owner of all of the issued and outstanding shares of capital stock of Subsidiary, and that Subsidiary be merged with and into the Corporation, and that, at and after the effectiveness of such merger (the "Effective Time"), all of the estate, property, rights, privileges, powers and franchises of Subsidiary shall be vested in and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Subsidiary in its name.

RESOLVED: That the proper officers of the Corporation be and they are, and each of them singly is, hereby authorized and directed to execute, deliver and acknowledge a Certificate of Ownership and Merger, in substantially the form attached hereto as Exhibit A, and to cause the same to be filed in the office of the Secretary of State of the State of Delaware, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary, appropriate, proper or convenient to effect said merger.

- RESOLVED:** That at and after the Effective Time of the merger, the Corporation shall assume all of the obligations of Subsidiary, such that all debts, liabilities and duties of Subsidiary shall henceforth attach to the Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by the Corporation.
- RESOLVED:** That the separate existence of Subsidiary shall cease upon the Effective Time of the merger pursuant to the provisions of the DGCL; and the Corporation shall continue its existence as the surviving corporation pursuant to the provisions of the DGCL.
- RESOLVED:** That the issued and outstanding shares of capital stock of Subsidiary shall not be converted in any manner, but each said share which is issued as of the Effective Time of the merger shall be surrendered and extinguished.
- RESOLVED:** That the merger shall become effective upon the effective filing of the Certificate of Ownership and Merger pursuant to the requirements of the DGCL.
- RESOLVED:** The proposed merger has been adopted, approved, certified, executed and acknowledged by Subsidiary in accordance with the laws of the State of New York under which the corporation was organized.

General

- RESOLVED:** That the proper officers of the Corporation are, and each of them is, hereby authorized and empowered, for and on behalf of the Corporation, to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all such acts and thing as they, or any of them, may deem necessary, appropriate, desirable or convenient in order to enable the Corporation fully and promptly to carry out the purposes and intents of the foregoing resolutions, the authority of such officer to be conclusively evidenced by his execution of any such document, paper or instrument.

[Remainder of page intentionally left blank]

The undersigned further direct that this Written Consent shall take effect immediately as of the date first above written and shall be filed in the minute book of the Corporation with the minutes of the meetings of the Board of Directors.

/s/ Ralph Stoddard
Ralph Stoddard

/s/ Kevin Harris
Kevin Harris

/s/ Thomas Spencer
Thomas Spencer

/s/ B. Lane MacDonald
B. Lane MacDonald

/s/ Valerie Marks
Valerie Marks

/s/ Clifford Leavitt
Clifford Leavitt

/s/ Michael Barr
Michael Barr