

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Conversion	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Identicard Systems Worldwide, Inc.		02/29/2008	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	Dual Core LLC		
Street Address:	40 Citation Lane		
City:	Lititz		
State/Country:	PENNSYLVANIA		
Postal Code:	17543		
Entity Type:	LIMITED LIABILITY COMPANY: WISCONSIN		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1746862	IVIS	
Registration Number:	1212209	IDENTICARD	
CORRESPONDENCE DATA			
Fax Number:	(414)228-5728		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	414-228-5743		
Email:	cheryl_piefer-wachtel@bradycorp.com		
Correspondent Name:	Cheryl Piefer-Wachtel		
Address Line 1:	6555 West Good Hope Road		
Address Line 4:	Milwaukee, WISCONSIN 53223		
ATTORNEY DOCKET NUMBER:	IDENTICARD CONVERSION		
NAME OF SUBMITTER:	Cheryl Piefer-Wachtel		
Signature:	/Cheryl Piefer-Wachtel/		
Date:	03/08/2011		

OP \$65.00 1746862

Total Attachments: 12

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RECEIVED

FEB 29 2008

WISCONSIN
DFI

Sec. 179.76(3) & (5),
180.1161(3) & (5),
181.1161(3) & (5) and
183.1207(3) & (5),
Wis. Stats.

State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services



CERTIFICATE OF CONVERSION

1. Before conversion:

Company Name:
IDENTICARD SYSTEMS WORLDWIDE, INC.

Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>WISCONSIN</u> (state or country *)
	<input checked="" type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

2. Does the converting entity have a fee simple ownership interest in any Wisconsin real estate?

Yes No

If yes, the entity is required to file a report with the Wisconsin Department of Revenue under section 73.14 of the Wisconsin Statutes. (See instructions.)

* If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

3. After conversion:

Company Name: DUAL CORE LLC	STATE OF WISCONSIN FILED FEB 29 2008 DEPARTMENT OF FINANCIAL INSTITUTIONS
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Indicate (X) Entity Type	<input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.)	Organized under the laws of <u>WISCONSIN</u> (state or country)
	<input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.)	
	<input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.)	
	<input checked="" type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.)	

FILING FEE - \$150.00 Use of this form is mandatory.

DFI/CORP/1000(R06/06)

4. A Plan of Conversion containing all the following parts is attached as Exhibit A. (NOTE: A template for Plan of Conversion is included in this form. Use of the template is optional.)

- A. The name, form of business entity, and identity of the jurisdiction governing the business entity that is to be converted.
- B. The name, form of business entity, and identity of the jurisdiction that will govern the business entity after conversion.
- C. The terms and conditions of the conversion.
- D. The manner and basis of converting the shares or other ownership interests of the business entity that is being converted into shares or other ownership interests of the new form of business entity.
- E. The effective date and time of conversion, if the conversion is to be effective other than at the time of filing the certificate of conversion as provided under sec. 179.11(2), 180.0123, 181.0123 or 183.0111, whichever governs the business entity prior to conversion.
- F. A copy of the articles of incorporation, articles of organization, certificate of limited partnership, or other similar governing document of the business entity after conversion as Exhibit B. (NOTE: Templates for certificate of limited partnership, articles of incorporation, and articles of organization are included in this form. Use of the templates is optional.)
- G. Other provisions relating to the conversion, as determined by the business entity.

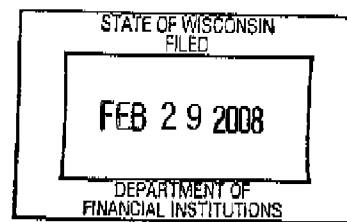
5. The Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity.

6. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **PRIOR TO CONVERSION:**

Registered Agent (Agent for Service of Process): C T CORPORATION SYSTEM	Registered Office: 8040 EXCELSIOR DRIVE, SUITE 200 MADISON, WI 53717
Additional Entry for a Limited Partnership only →	Record Office:

7. Registered Agent (Agent for Service of Process) and Registered Office (Agent's business office) of the business entity **AFTER CONVERSION:**

Registered Agent (Agent for Service of Process): C T CORPORATION SYSTEM	Registered Office in WI (Street & Number, City, State (WI) and ZIP code): 8040 EXCELSIOR DRIVE, SUITE 200 MADISON , WI 53717
Additional Entry for a Limited Partnership only →	Record Office:



8. Executed on FEBRUARY 29 2008 (date) by the business entity **PRIOR TO ITS CONVERSION**.

Frank Juchert
(Signature)

Mark (X) below the title of the person executing the document.

Frank Juchert
(Printed Name)

For a **limited partnership**

Title: General Partner

For a **limited liability company**

Title: Member OR Manager

For a **corporation**

Title: President OR Secretary or other officer title

INSTRUCTIONS (Ref. Sec. 179.76(3) & (5), 180.1161(3) & (5), 181.1161(3) & (5) and 183.1207(3) & (5), Wis. Stats. for document content)

Submit one original and one exact copy along with the required filing fee of \$150.00 to the address listed below. Make checks payable to the "Department of Financial Institutions". Filing fee is non-refundable. Sign the document manually or otherwise allowed under sec. 179.14 (1g)(e), 180.0103 (16), 181.0103 (23) or 183.0107 (1g)(c), Wis. Stats.

Mailing Address: Department of Financial Institutions Division of Corporate & Consumer Services P O Box 7846 Madison WI 53707-7846	Physical Address for Express Mail: Department of Financial Institutions Division of Corporate & Consumer Services 345 W. Washington Ave - 3 rd Fl. Madison WI 53703	Phone: 608-261-7577 FAX: 608-267-6813 TTY: 608-266-8818
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NOTICE: This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

1. Enter the company name, type of business entity, and state of organization of business entity prior to conversion. Definitions of foreign entity types are set forth in ss. 179.01(4), 180.0103(9), 181.0103(13) and 183.0102(8), Wis. Stats.

If a foreign (out-of-state) business entity is converting to a Wisconsin business entity, attach a certificate of status or document of similar import authenticated by the Secretary of State or other appropriate official in the jurisdiction where the foreign business entity is organized, to include the name of the business entity and its date of incorporation or formation.

2. Select yes or no to indicate whether the converting entity has a fee simple ownership interest in any Wisconsin real estate. See sec. 73.14 and 77.25, Wis. Stats., or contact the Wisconsin Department of Revenue at (608)266-1594 for questions regarding fee simple ownership interest and the filing requirements with that department.

3. Enter the company name, type of business entity, and state of organization of business entity after conversion.

DFIC/CORP/1000(R06/06)

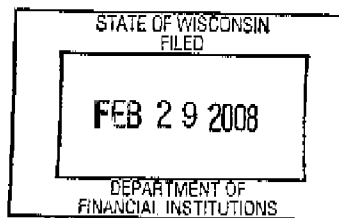


Exhibit A

**PLAN OF CONVERSION
OF
IDENTICARD SYSTEMS WORLDWIDE, INC.**

The terms and conditions of the conversion of Identicard Systems Worldwide, Inc., a Wisconsin corporation, into Dual Core LLC, a Wisconsin limited liability company, (the "Conversion") are as follows:

ARTICLE I

CONVERSION; EFFECTIVE TIME

At the Effective Time of the Conversion (as hereinafter defined), Identicard Systems Worldwide, Inc. shall be converted into Dual Core LLC, a Wisconsin limited liability company, which shall be the converted business entity (the "Converted Entity"). The Effective Time of the Conversion shall be at 11:59 p.m. on February 29, 2008.

ARTICLE II

CONVERSION OF STOCK

The shares of stock of Identicard Systems Worldwide, Inc. which are issued and outstanding or in the treasury of Identicard Systems Worldwide, Inc. shall, at the Effective Time of the Conversion, be collectively converted into the sole membership interest of the Converted Entity.

ARTICLE III

ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT

The Articles of Organization of the Converted Entity are attached hereto as Annex I. Immediately following the Effective Time of the Conversion, the sole member of the Converted Entity shall adopt an Operating Agreement to govern the operations of the Converted Entity.

ARTICLE IV

EFFECT OF CONVERSION

The effect of the Conversion shall be as provided in Section 180.1161(4) of the Wisconsin Business Corporation Law and Section 183.1207(4) of the Wisconsin Limited Liability Company Act.

* * * * *

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Annex I

ARTICLES OF ORGANIZATION

OF

DUAL CORE LLC

The limited liability company is organized under the provisions of the Wisconsin Limited Liability Company Act, Chapter 183 of the Wisconsin Statutes.

ARTICLE I

Name

The name of the limited liability company is Dual Core LLC.

ARTICLE II

Registered Office and Agent

The street address of the initial registered office of the limited liability company is 8040 Excelsior Drive, Suite 200, Madison, Wisconsin 53717 and the name of the registered agent at such office is C T Corporation System.

ARTICLE III

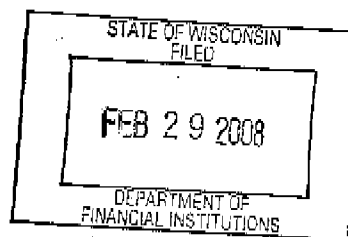
Management

Management of the limited liability company shall be vested in one or more managers.

* * * * *

This document was drafted by:

Michael Lappin
Quarles & Brady LLP
411 East Wisconsin Avenue
Milwaukee, WI 53202-4497



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For simple ownership interest Yes No (for DFI use only)
CERTIFICATE OF CONVERSION

F 1
SUSAN LAPINSKI
QUARLES & BRADY LLP
411 EAST WISCONSIN AVENUE
MILWAUKEE, WI 53202-4497

L J
▲ Enter your return address within the bracket above.

Phone number during the day: (414) 277 - 5189

INSTRUCTIONS (Cont'd)

- 4. Attach the Plan of Conversion as Exhibit A. If the Plan of Conversion declares a specific effective time or delayed effective time and date, such date may not be prior to the date the document is delivered to the department for filing, nor more than 90 days after delivery. The drafter may use the template Plan of Conversion provided in this form or may prepare the Plan by other means. Use of the template is optional.
- 5. This article states that the Plan of Conversion was approved in accordance with the applicable law of the jurisdiction that governs the organization of the business entity prior to conversion.
- 6. Provide the name of the business entity's registered agent and the address of its registered office prior to conversion. If the business entity is a domestic limited partnership, also provide the address of its record office.
- 7. Provide the name of the business entity's registered agent and the address of its registered office after conversion. If the business entity after conversion will be a domestic limited partnership, also provide the address of its record office. NOTE: The address of the registered office must describe its physical location, i.e., street name and number, city (in Wisconsin) and ZIP code. P O Box addresses may be included as part of the address (if located in the same community), but are not sufficient alone. Compare the information supplied in Article 6 to see that it agrees with the information set forth in the articles of incorporation or similar governing document attached as Exhibit B.
- 8. Enter the date of execution and the name and title of the person signing the document. The person executing the document will do so in their capacity as an officer, member, etc., of the business entity prior to its conversion. For example, an officer of the corporation would sign a Certificate of Conversion converting a corporation to a limited liability company.

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE
CORPORATION BUREAU
206 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722
WWW.CORPORATIONS.STATE.PA.US/CORP

IDENTICARD WISCONSIN CORP

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA.

IF YOU HAVE ANY QUESTIONS PERTAINING TO THE CORPORATION BUREAU, PLEASE VISIT OUR WEB SITE LOCATED AT WWW.CORPORATIONS.STATE.PA.US/CORP OR PLEASE CALL OUR MAIN INFORMATION TELEPHONE NUMBER (717)787-1057. FOR ADDITIONAL INFORMATION REGARDING BUSINESS AND / OR UCC FILINGS, PLEASE VISIT OUR ONLINE "SEARCHABLE DATABASE" LOCATED ON OUR WEB SITE.

ENTITY NUMBER: 3792107

CT CORPORATION SYSTEM
100 Pine Street, Suite 325
Harrisburg, PA 17101

TRADEMARK
REEL: 004492 FRAME: 0678

PENNSYLVANIA DEPARTMENT OF STATE
 CORPORATION BUREAU

Articles/Certificate of Merger
 (15 Pa.C.S.)

- Domestic Business Corporation (§ 1926)
 Domestic Nonprofit Corporation (§ 5926)
 Limited Partnership (§ 8547)

Address _____
 City _____ State _____ Zip Code _____
CT COUNTER

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
 ARTICLES OF MERGER-BUSINESS 6 Page(s)



T0806047059

Fee: \$150 plus \$40 additional for each Party in additional to two

In compliance with the requirements of the applicable provisions (relating to articles of merger or consolidation), the undersigned, desiring to effect a merger, hereby state that:

1. The name of the corporation/limited partnership surviving the merger is:
IDENTICARD WISCONSIN CORP.

2. Check and complete one of the following:

The surviving corporation/limited partnership is a domestic business/nonprofit corporation/limited partnership and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				County
c/o				

The surviving corporation/limited partnership is a qualified foreign business/nonprofit corporation /limited partnership incorporated/formed under the laws of WISCONSIN and the (a) address of its current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street	City	State	Zip	County
(b) Name of Commercial Registered Office Provider				County
c/o C T CORPORATION SYSTEM				LANCASTER

The surviving corporation/limited partnership is a nonqualified foreign business/nonprofit corporation/limited partnership incorporated/formed under the laws of _____ and the address of its principal office under the laws of such domiciliary jurisdiction is:

Number and Street	City	State	Zip
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PA. DEPT. OF STATE

3. The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business/nonprofit corporation/limited partnership and qualified foreign business/nonprofit corporation/limited partnership which is a party to the plan of merger are as follows:

Name	Registered Office Address	Commercial Registered Office Provider	County
IDENCARD SYSTEMS WORLDWIDE, INC.		C T CORPORATION SYSTEM	LANCASTER

4. Check, and if appropriate complete, one of the following:

The plan of merger shall be effective upon filing these Articles/Certificate of Merger in the Department of State.

The plan of merger shall be effective on: FEBRUARY 29, 2008 at 11:58 P.M.

Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation/limited partnership is as follows:

Name	Manner of Adoption
IDENCARD SYSTEMS WORLDWIDE, INC.	ADOPTED BY BOARD OF DIRECTORS AND SHAREHOLDERS IN ACCORDANCE WITH SECTIONS 1922(c) AND 1924(a) OF THE PENNSYLVANIA BUSINESS CORPORATION LAW

6. ~~Strike out this paragraph if no foreign corporation/limited partnership is a party to the merger.~~
The plan was authorized, adopted or approved, as the case may be, by the foreign business/nonprofit corporation/limited partnership (or each of the foreign business/nonprofit corporations/limited partnerships) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated/organized.

7. Check, and if appropriate complete, one of the following:

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901/§ 8547(b) (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative provisions of the Articles of Incorporation/Certificate of Limited Partnership of the surviving corporation/limited partnership as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation/limited partnership, the address of which is.

Number and street	City	State	Zip	County
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IN TESTIMONY WHEREOF, the undersigned corporation/limited partnership has caused these Articles/Certificate of Merger to be signed by a duly authorized officer thereof this

27th day of FEBRUARY

2008

IDENTICARD SYSTEMS WORLDWIDE, INC.

Name of Corporation/Limited Partnership

[Handwritten Signature]

Signature

President and CEO

Title

IDENTICARD WISCONSIN CORP.

Name of Corporation/Limited Partnership

[Handwritten Signature]

Signature

President and CEO

Title

**PLAN OF MERGER
OF
IDENTICARD SYSTEMS WORLDWIDE, INC.
INTO
IDENTICARD WISCONSIN CORP.**

THIS PLAN OF MERGER ("Plan of Merger") sets forth the terms of the merger of IDenticard Systems Worldwide, Inc., a Pennsylvania corporation ("ISW"), with and into IDenticard Wisconsin Corp., a Wisconsin corporation ("IWC"), both of said corporations being hereinafter sometimes referred to collectively as the "Constituent Corporations".

RECITALS:

WHEREAS, it is advisable to merge ISW with and into IWC on the terms and conditions hereinafter set forth and in accordance with the applicable provisions of the laws of the States of Pennsylvania and Wisconsin;

NOW, THEREFORE, in consideration of the foregoing and of the mutual covenants, conditions and agreements set forth herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ISW shall be merged with and into IWC (the "Merger"), and the terms and conditions of the Merger, the mode of carrying the same into effect and such other matters as are required or permitted to be set forth in the case of a merger pursuant to the laws of the States of Pennsylvania and Wisconsin are as follows:

ARTICLE I

Merger; Effective Time

At the Effective Time of the Merger (as hereinafter defined), ISW and IWC shall be merged into a single corporation, in accordance with the applicable provisions of the laws of the States of Pennsylvania and Wisconsin, by ISW merging with and into IWC, which shall be the surviving corporation (the "Surviving Corporation"). The Effective Time of the Merger is hereby designated as 11:58 p.m. on February 29, 2008.

ARTICLE II

Conversion and Exchange of Shares

The manner of converting the shares of each of the Constituent Corporations at the Effective Time of the Merger shall be as follows:

(a) Each share of Common Stock of ISW then issued and outstanding shall, without any action on the part of the holder thereof, be automatically converted into one share of Common Stock of the Surviving Corporation.

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(b) Each share of Common Stock of IWC then issued and outstanding shall be retired and cancelled without consideration.

ARTICLE III

Articles of Incorporation; Bylaws; Directors and Officers

(a) The Articles of Incorporation of IWC, as in effect immediately prior to the Effective Time of the Merger, shall be the Articles of Incorporation of the Surviving Corporation, except that at the Effective Time of the Merger, Article 1 of the Articles of Incorporation shall be amended to read in its entirety as follows:

“Article 1. The name of the Corporation is IDenticard Systems Worldwide, Inc.”

(b) The Bylaws of IWC, as in effect immediately prior to the Effective Time of the Merger, shall be the Bylaws of the Surviving Corporation, until amended in accordance with law.

(c) The duly qualified and acting directors and officers of IWC immediately prior to the Effective Time of the Merger shall be the directors and officers of the Surviving Corporation, to hold offices as provided in the Bylaws of the Surviving Corporation.

ARTICLE IV

Effect of Merger

The effect of the Merger shall be as provided in Section 180.1106 of the Wisconsin Business Corporation Law and Section 1929 of the Pennsylvania Business Corporation Law.

ARTICLE V

Miscellaneous

(a) The Surviving Corporation shall pay all expenses of carrying this Plan of Merger into effect and accomplishing the Merger.

(b) The Constituent Corporations intend this Plan of Merger to be a Plan of Reorganization within the meaning of Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended.

* * * * *

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