

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/15/2011		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Moonray, LLC		04/15/2011	LIMITED LIABILITY COMPANY: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Ontraport, Inc.		
Street Address:	2040 Alameda Padre Serra, #220		
City:	Santa Barbara		
State/Country:	CALIFORNIA		
Postal Code:	93105		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85138123	ONTRAPORT	
CORRESPONDENCE DATA			
Fax Number:	(650)938-5200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	650.988.8500		
Email:	trademarks@fenwick.com		
Correspondent Name:	Stephen R. Garcia, Esq., Fenwick & West		
Address Line 1:	801 California Street,		
Address Line 2:	Silicon Valley Center		
Address Line 4:	Mountain View, CALIFORNIA 94041		
ATTORNEY DOCKET NUMBER:	27906-00070-2450		
NAME OF SUBMITTER:	Stephen R. Garcia, Esq.		

CH \$40.00 85138123

900197470

**TRADEMARK
 REEL: 004586 FRAME: 0613**

Signature:	//Stephen Garcia//
Date:	07/19/2011
Total Attachments: 16 source=Agreement of Merger Ontraport and Moonray#page1.tif source=Agreement of Merger Ontraport and Moonray#page2.tif source=Agreement of Merger Ontraport and Moonray#page3.tif source=Agreement of Merger Ontraport and Moonray#page4.tif source=Agreement of Merger Ontraport and Moonray#page5.tif source=Agreement of Merger Ontraport and Moonray#page6.tif source=Agreement of Merger Ontraport and Moonray#page7.tif source=Agreement of Merger Ontraport and Moonray#page8.tif source=Agreement of Merger Ontraport and Moonray#page9.tif source=Agreement of Merger Ontraport and Moonray#page10.tif source=Agreement of Merger Ontraport and Moonray#page11.tif source=Agreement of Merger Ontraport and Moonray#page12.tif source=Agreement of Merger Ontraport and Moonray#page13.tif source=Agreement of Merger Ontraport and Moonray#page14.tif source=Agreement of Merger Ontraport and Moonray#page15.tif source=Agreement of Merger Ontraport and Moonray#page16.tif	

MAY 10 2011

AGREEMENT OF MERGER BETWEEN ONTRAPORT, INC.
AND
MOONRAY, LLC

THIS AGREEMENT OF MERGER is made and entered into as of the 15th day of April, 2011, between ONTRAPORT, INC., a California corporation ("Surviving Corporation") and MOONRAY, LLC, a California limited liability company ("Merging Entity").

1. Surviving Corporation is a corporation organized under the laws of the State of California.
2. Merging Entity is a limited liability company organized under the laws of the State of California.
3. Merging Entity will be merged into Surviving Corporation.
4. Each outstanding Class A Unit of Membership Interest in Merging Entity will be converted into one (1) share of Class A common stock of Surviving Corporation. Each outstanding Class B Unit of Membership Interest in Merging Entity will be converted into one (1) share of Class B common stock of Surviving Corporation. The outstanding shares of Surviving Corporation shall be cancelled without consideration.
5. Merging Entity shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
6. The effect of the merger and the effective date of the merger are as prescribed by law.
7. This Merger has been approved on behalf of Merging Entity by the holders of all of the issued and outstanding Class A and Class B Units of Membership Interest of Merging Entity.

IN WITNESS WHEREOF, the parties have executed this Agreement of Merger.

ONTRAPORT, INC., a California corporation

By: 
 Landon Ray, President

By: _____
 Pin Chen, Secretary

AGREEMENT OF MERGER BETWEEN ONTRAPORT, INC.
AND
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4. Each outstanding Class A Unit of Membership Interest in Merging Entity will be converted into one (1) share of Class A common stock of Surviving Corporation. Each outstanding Class B Unit of Membership Interest in Merging Entity will be converted into one (1) share of Class B common stock of Surviving Corporation. The outstanding shares of Surviving Corporation shall be cancelled without consideration.
5. Merging Entity shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
6. The effect of the merger and the effective date of the merger are as prescribed by law.
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IN WITNESS WHEREOF, the parties have executed this Agreement of Merger.

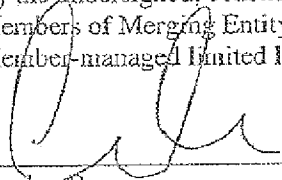
ONTRAPORT, INC., a California corporation

By: _____
Landon Ray, President

By: _____
Pin Chen, Secretary

MOONRAY, LLC, a California limited liability company

By the undersigned, constituting all of the Members of Merging Entity, which is a Member-managed limited liability company



Landon Ray

Eben Pagan

Pin Chen

Steven Schneider

Serge Milman

Vladimir Efros



Lena Requist

Tobin Poppenberg

Peter Milman

MOONRAY, LLC, a California limited liability company

By the undersigned, constituting all of the Members of Merging Entity, which is a Member-managed limited liability company

Landon Ray



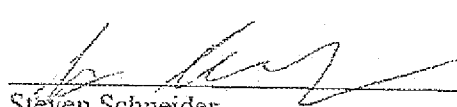
Pin Chen

Serge Milman

Lena Requist

Peter Milman

Eben Pagan



Steven Schneider

Vladimir Efros

Tobin Poppenberg

MOONRAY, LLC, a California limited liability company

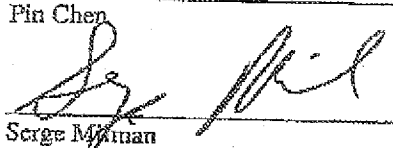
By the undersigned, constituting all of the Members of Merging Entity, which is a Member-managed limited liability company

Landon Ray

Eben Pagan

Pin Chen

Steven Schneider

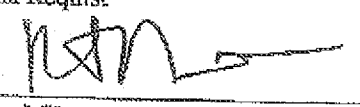


Serge Milman

Vladimir Efros

Lena Requist

Tobin Poppenberg

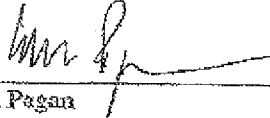


Peter Milman

MOONRAY, LLC, a California limited liability company

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Landon Ray



Eben Pagan

Pin Chen

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Serge Milman

Vladimir Efros

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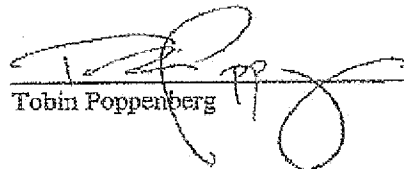
Serge Milman

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Peter Milman



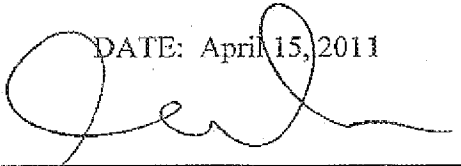
CERTIFICATE OF APPROVAL OF AGREEMENT OF MERGER

LONDON RAY and PIN CHEN certify that:

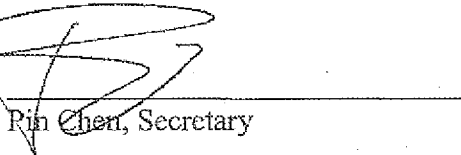
1. They are the President and Secretary, respectively, of Ontraport, Inc., a California corporation (the "Corporation").
2. The Agreement of Merger in the form attached was duly approved by the Board of Directors and shareholders of the Corporation.
3. The shareholder approval was by owners of one hundred percent (100%) of the outstanding shares of the Corporation.
4. The corporation is authorized to issue two (2) classes of stock, being Class A common stock and Class B common stock. The Corporation has issued Class A common stock and has not issued Class B stock. The number of shares of Class A common stock outstanding is one (1).

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

DATE: April 15, 2011



Landon Ray, President



Pin Chen, Secretary



**State of California
Secretary of State**

OBE MERG

Certificate of Merger

(California Corporations Code sections 1113(g), 6019.1, 8019.1, 9640, 12540.1, 15911.14, 16915(b) and 17552)

IMPORTANT -- Read all instructions before completing this form.

This Space For Filing Use Only

1. NAME OF SURVIVING ENTITY Onraport, Inc.	2. TYPE OF ENTITY Corporation	3. CA SECRETARY OF STATE FILE NUMBER 3339275	4. JURISDICTION California																		
5. NAME OF DISAPPEARING ENTITY Moonray, LLC	6. TYPE OF ENTITY Limited liability company	7. CA SECRETARY OF STATE FILE NUMBER 200622410155	8. JURISDICTION California																		
9. THE PRINCIPAL TERMS OF THE AGREEMENT OF MERGER WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUALED OR EXCEEDED THE VOTE REQUIRED. IF A VOTE WAS REQUIRED, SPECIFY THE CLASS AND THE NUMBER OF OUTSTANDING INTERESTS OF EACH CLASS ENTITLED TO VOTE ON THE MERGER AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS. ATTACH ADDITIONAL PAGES, IF NECESSARY.																					
<p style="text-align: center;"><u>SURVIVING ENTITY</u></p> <table border="1"> <thead> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>Class A common-1</td> <td></td> <td>100%</td> </tr> <tr> <td>Class B common-0</td> <td></td> <td>0</td> </tr> </tbody> </table>		CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	Class A common-1		100%	Class B common-0		0	<p style="text-align: center;"><u>DISAPPEARING ENTITY</u></p> <table border="1"> <thead> <tr> <th>CLASS AND NUMBER</th> <th>AND</th> <th>PERCENTAGE VOTE REQUIRED</th> </tr> </thead> <tbody> <tr> <td>Class A 568,100 Units</td> <td></td> <td>100%</td> </tr> <tr> <td>Class B 331,831 Units</td> <td></td> <td>100%</td> </tr> </tbody> </table>		CLASS AND NUMBER	AND	PERCENTAGE VOTE REQUIRED	Class A 568,100 Units		100%	Class B 331,831 Units		100%
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10. IF EQUITY SECURITIES OF A PARENT PARTY ARE TO BE ISSUED IN THE MERGER, CHECK THE APPLICABLE STATEMENT. <input type="checkbox"/> No vote of the shareholders of the parent party was required. <input type="checkbox"/> The required vote of the shareholders of the parent party was obtained.																					
11. IF THE SURVIVING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, PROVIDE THE REQUISITE CHANGES (IF ANY) TO THE INFORMATION SET FORTH IN THE SURVIVING ENTITY'S ARTICLES OF ORGANIZATION, CERTIFICATE OF LIMITED PARTNERSHIP OR STATEMENT OF PARTNERSHIP AUTHORITY RESULTING FROM THE MERGER. ATTACH ADDITIONAL PAGES, IF NECESSARY. Not Applicable																					
12. IF A DISAPPEARING ENTITY IS A DOMESTIC LIMITED LIABILITY COMPANY, LIMITED PARTNERSHIP, OR PARTNERSHIP, AND THE SURVIVING ENTITY IS NOT A DOMESTIC ENTITY OF THE SAME TYPE, ENTER THE PRINCIPAL ADDRESS OF THE SURVIVING ENTITY.																					
PRINCIPAL ADDRESS OF SURVIVING ENTITY 2040 Alameda Padre Serra, Suite 220		CITY AND STATE Santa Barbara, CA	ZIP CODE 93103																		
13. OTHER INFORMATION REQUIRED TO BE STATED IN THE CERTIFICATE OF MERGER BY THE LAWS UNDER WHICH EACH CONSTITUENT OTHER BUSINESS ENTITY IS ORGANIZED. ATTACH ADDITIONAL PAGES, IF NECESSARY.																					
14. STATUTORY OR OTHER BASIS UNDER WHICH A FOREIGN OTHER BUSINESS ENTITY IS AUTHORIZED TO EFFECT THE MERGER. Not Applicable		15. FUTURE EFFECTIVE DATE, IF ANY ____/____/____ (Month) (Day) (Year)																			
16. ADDITIONAL INFORMATION SET FORTH ON ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE PART OF THIS CERTIFICATE.																					
17. I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.																					
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY _____ DATE _____		SEE ATTACHMENT TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON _____																			
SIGNATURE OF AUTHORIZED PERSON FOR THE SURVIVING ENTITY _____ DATE _____		TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON _____																			
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For an entity that is a business trust, real estate investment trust or an unincorporated association, set forth the provision of law or other basis for the authority of the person signing: _____																					

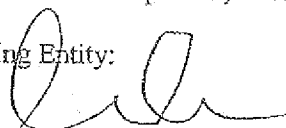
ATTACHMENT TO CERTIFICATE OF MERGER

We certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of our own knowledge. We declare we are the persons who executed this instrument, which execution is our act and deed.

DATED: April 15, 2011

Surviving Entity:

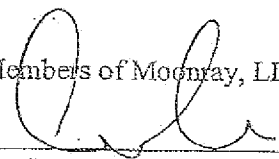
By:


Landon Ray, President

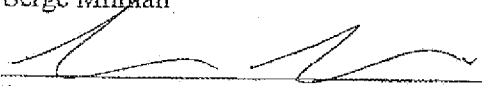
By:

Pin Chen, Secretary

All Members of Moonray, LLC:


Landon Ray

Serge Milman


Lena Requist

Peter Milman

Eben Pagan

Steven Schneider

Vladimir Efros

Tobin Poppenberg

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Landon Ray, President

Landon Ray

By: _____
Pin Chen, Secretary

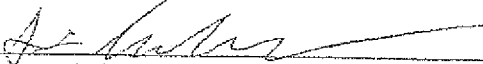
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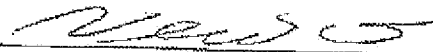
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Landon Ray

By: _____
Pin Chen, Secretary

Pin Chen

Serge Milman

Lena Requist

Peter Milman


Eben Pagas

Steven Schucidor

Vladimir Efros

Tobin Poppenberg

MOONRAY, LLC (California) Articles of Merger

ATTACHMENT TO CERTIFICATE OF MERGER

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Serge Milman

Lena Requist

Peter Milman

Eben Pagan

Steven Schneider

Vladimir Efros

Tobin Poppenberg

Printed Name of Signatory
Printed Title of Signatory
Printed Name of Counterparty
Printed Title of Counterparty
MOONRAY, LLC Counterparty Attachment Cert of Merger

011/011

RIGHTS RESERVED

05/05/2011 13:17 FAX 16469418623