

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ITelagen, LLC		06/23/2008	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	ITelagen, Inc.		
Street Address:	30 Montgomery Street		
Internal Address:	Suite 700		
City:	Jersey City		
State/Country:	NEW JERSEY		
Postal Code:	07302		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	77089688	ITELAGEN	
Serial Number:	77193959	FLAT-RATE VIRTUAL IT DEPARTMENT	
Registration Number:	3539962	HEALTHCARE IT REDEFINED	
CORRESPONDENCE DATA			
Fax Number:	(888)813-9989		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	2012398401		
Email:	info@itelagen.com		
Correspondent Name:	ITELAGEN		
Address Line 1:	30 Montgomery Street		
Address Line 2:	Suite 700		
Address Line 4:	Jersey City, NEW JERSEY 07302		
NAME OF SUBMITTER:	John O'Keefe		

OP \$90.00 77089688

Signature:	/john e okeefe/
Date:	04/11/2012
Total Attachments: 3 source=ITelagen Inc File 062308#page4.tif source=ITelagen Inc File 062308#page5.tif source=ITelagen Inc File 062308#page6.tif	

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
FROM A LIMITED LIABILITY COMPANY
TO A DELAWARE CORPORATION
PURSUANT TO SECTION 265 OF THE
DELAWARE GENERAL CORPORATION LAW

First: The jurisdiction where the Corporation first formed is Delaware.

Second: The jurisdiction immediately prior to filing this Certificate is Delaware.

Third: The date the Limited Liability Company first formed is January 8, 2007.

Fourth: The name of the Limited Liability Company immediately prior to filing this Certificate is ITelagen, LLC.

Fifth: The name of the Corporation as set forth in the Certificate of Incorporation is ITelagen, Inc.

IN WITNESS WHEREOF, the undersigned being duly authorized to sign on behalf of the converting Limited Liability Company have executed this Certificate on the 20 day of JUNE, 2008.

BY:  Signature

Name: JOHN O'KEEFE -please print

Title: PRESIDENT -please print

**CERTIFICATE OF INCORPORATION
OF
ITelagen, Inc.**

FIRST: The name of the corporation is: **ITelagen, Inc.**

SECOND: Its registered office in the State of Delaware is located at 16192 Coastal Highway, Lewes, Delaware 19958-9776, County of Sussex. The registered agent in charge thereof is Harvard Business Services, Inc.

THIRD: The purpose of the corporation is to engage in any lawful activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH: The total number of shares of stock which the corporation is authorized to issue is **3000** shares having a par value of **\$ 0.01** per share.

FIFTH: The business and affairs of the corporation shall be managed by or under the direction of the board of directors, and the directors need not be elected by ballot unless required by the bylaws of the corporation.

SIXTH: This corporation shall be perpetual unless otherwise decided by a majority of the Board of Directors.

SEVENTH: In furtherance and not in limitation of the powers conferred by the laws of Delaware, the board of directors is authorized to amend or repeal the bylaws.

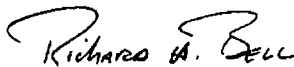
EIGHTH: The corporation reserves the right to amend or repeal any provision in this Certificate of Incorporation in the manner prescribed by the laws of Delaware.

NINTH: The incorporator is Richard H. Bell in care of Harvard Business Services, Inc., whose mailing address is 16192 Coastal Highway, Lewes, DE 19958-9776.

TENTH: To the fullest extent permitted by the Delaware General Corporation Law a director of this corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

I, Richard H. Bell, for the purpose of forming a corporation under the laws of the State of Delaware do make and file this certificate, and do certify that the facts herein stated are true; and have accordingly signed below, this 20th day of June, 2008.

Signed and Attested to by:



Richard H. Bell, Incorporator
HARVARD BUSINESS SERVICES, INC.

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:13 PM 06/20/2008
FILED 02:17 PM 06/20/2008
SRV 080714231 - 4280628 FILE

TRADEMARK
REEL: 004753 FRAME: 0991

STATEMENT OF INCORPORATOR

STATEMENT OF ORGANIZATION

OF THE INCORPORATOR OF

ITelagen, Inc.

I, Richard H. Bell, being the Authorized Representative of Harvard Business Services, Inc., the incorporator of ITelagen, Inc. -- a Delaware Corporation -- hereby certifies pursuant to Section 108 of the General Corporation Law of Delaware and to the best of my knowledge:

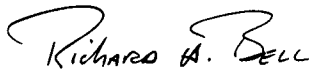
1. The certificate of incorporation of ITelagen, Inc. was filed with the Secretary of State of Delaware on January 8, 2007.

2. The following person(s) were named as the initial Director(s) of the Corporation until their successors are elected and qualify:

NetGenIT, Inc.

3. The powers of this incorporator are hereby terminated, and said incorporator shall no longer be considered a part of the body corporate of the above named corporation.

In witness whereof, I have signed this instrument as of the date when these actions were so taken this 23rd day of June, 2008.



HARVARD BUSINESS SERVICES, INC.
Richard H. Bell
Incorporator

*** This document is not part of the public record. Keep it in a safe place. ***