

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	change of state of incorporation		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Qcept Technologies, Inc.		12/23/2009	CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Qcept Technologies, Inc.		
Street Address:	75 Fifth Street, NW		
Internal Address:	Suite 740		
City:	Atlanta		
State/Country:	GEORGIA		
Postal Code:	30308		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3669660	QCEPT	
Registration Number:	3118703	CHEMETRIQ	
CORRESPONDENCE DATA			
Fax Number:	3128324700		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312-832-4500		
Email:	tlangvardt@foley.com,jolsen@foley.com		
Correspondent Name:	Tara Langvardt		
Address Line 1:	321 North Clark Street, Suite 2800		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	023228-0102		
NAME OF SUBMITTER:	Tara Langvardt		
Signature:	/Tara Langvardt/		

OP \$65.00 3669660

Date:

06/20/2012

Total Attachments: 3

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STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF MERGER

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of 12/23/2009. Attached is a true and correct copy of the said filing.

Surviving Entity:

QCEPT TECHNOLOGIES INC., a Delaware Non-Qualifying Entity

Nonsurviving Entity/Entities:

QCEPT TECHNOLOGIES INC., a Georgia Profit Corporation

WITNESS my hand and official seal in the City of Atlanta
and the State of Georgia on December 23, 2009



A handwritten signature in cursive script that reads "Karen C Handel".

Karen C Handel
Secretary of State

Execution Version

CERTIFICATE OF MERGER
OF
QCEPT TECHNOLOGIES INC.
(a Georgia Corporation)

INTO

QCEPT TECHNOLOGIES INC.
(a Delaware corporation)

Qcept Technologies Inc., a corporation organized and existing under and by virtue of the Georgia Business Corporation Code, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Qcept Technologies Inc.	Georgia
Qcept Technologies Inc.	Delaware

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of § 14-2-1109 of Article 11 of the Georgia Business Corporation Code.

THIRD: That the name of the surviving corporation of the merger is Qcept Technologies Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Qcept Technologies Inc., a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 75 Fifth Street, N.W., Suite 740, Atlanta, GA., 30308-1030.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation upon request and without cost to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective upon filing.

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State of Georgia
Expedite Merger 2 Page(s)

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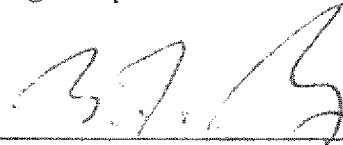


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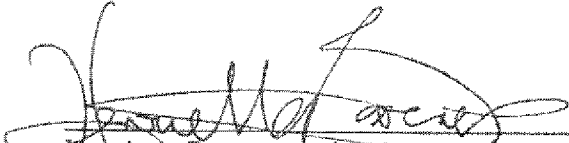
Execution Version

IN WITNESS WHEREOF, Qcept Technologies Inc., a Georgia corporation, has caused this Certificate to be executed by its CEO and attested by its Acting Secretary this 23rd day of December 2009.

Qcept Technologies Inc.
a Georgia corporation

By: 
Bret J. Bergman, Chief Executive Officer

ATTEST:


Henrietta Barnes, Acting Secretary

2009 DEC 23 PM 2:14
SECRETARIAL DIVISION