

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/18/2007

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Inclinux, Inc.		12/18/2007	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA	
Name:	Inclinux, Inc.
Street Address:	3534 South College Road
Internal Address:	Suite 1
City:	Wilmington
State/Country:	NORTH CAROLINA
Postal Code:	28412
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	3106112	INCLINUX

CORRESPONDENCE DATA

Fax Number: 3474933583
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (917) 512-2721
 Email: charles@charlesbkramer.com
 Correspondent Name: Charles B. Kramer
 Address Line 1: 200 East 10th Street
 Address Line 2: No. 816
 Address Line 4: New York, NEW YORK 10003

NAME OF SUBMITTER:	Charles B. Kramer
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OP \$40.00 3106112

Signature:	/Charles B. Kramer/
Date:	12/10/2012
Total Attachments: 2 source=[3]INCLINIX Reg 3106112 3rd [NC to Delaware] signed#page1.tif source=[3]INCLINIX Reg 3106112 3rd [NC to Delaware] signed#page2.tif	

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**MEMORANDUM
OF TRADEMARK TRANSFER BY MERGER**

TRADEMARK: INCLINIX

REGISTRATION: Reg. 3106112 / Ser. 78519186 / June 20, 2006 (date of registration)

**TARGET
CORPORATION:** Inclinux, Inc., a *North Carolina* corporation

**SURVIVING
CORPORATION:** Inclinux, Inc., a *Delaware* corporation with an
address at 3534 South College Road, Suite 1, Wilmington, NC 28412

EFFECTIVE DATE: December 18, 2007

When recorded in the United States Patent and Trademark Office, this memorializes and confirms:

1. On or about the Effective Date the Owner filed with the North Carolina Secretary of State a certain "Articles of Merger," a copy of which, as filed, is attached hereto as **EXHIBIT ONE**. The effect of the filing of The Articles was a merger by which the Target Corporation merged with and into the Surviving Corporation (the "Transaction").
2. The Target and Surviving Corporations represent and warrant to each other, to the best of their knowledge, that at the time of the Transaction they had the right and power to enter into and to complete the Transaction without infringing or breaching any right or interest of any third party.
3. The Transaction had the effect of transferring to the Surviving Corporation the Target Corporation's entire right, title and interest in and to the Mark, the Registration of the Mark, all common law, state law and federal law rights in and to the Mark, and all associated good will.

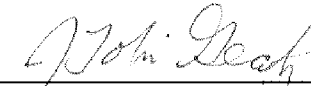
IN WITNESS WHEREOF the Target Corporation and the Surviving Corporation executed this
as of the Effective Date.

TARGET CORPORATION
Inclinux, Inc. (a North Carolina corporation)



By: J. Tobin Geatz, President

SURVIVING CORPORATION
Inclinux, Inc. (a Delaware corporation)



By: J. Tobin Geatz, President

SOSID: 0000000
Date Filed: 12/18/2007 9:51:00 AM
Elaine F. Marshall
North Carolina Secretary of State
C200735100892

**ARTICLES OF MERGER
OF
INCLINIX, INC.
(a North Carolina corporation)
INTO
INCLINIX, INC.
(a Delaware corporation)**

Pursuant to North Carolina General Statutes Section 55-11-05(a), Inclinix, Inc., a Delaware corporation (the "Surviving Corporation"), hereby submits these Articles of Merger as the surviving business entity for the purpose of merging Inclinix, Inc., a North Carolina corporation, with and into the Surviving Corporation:

1. The name of the Surviving Corporation is Inclinix, Inc., a Delaware corporation.
2. The name of the merged entity is Inclinix, Inc., a North Carolina corporation.
3. The mailing address of the Surviving Corporation is 3534 South College Road, Suite I, Wilmington, NC 28412. The Surviving Corporation will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
4. A plan of merger was duly approved in the manner required by law by each of the merging corporations.
5. These Articles of Merger will be effective upon filing.

This the 17th day of December, 2007.

INCLINIX, INC.

By: _____

Name: J. Tobin Geatz

Title: President and Chief Executive Officer