

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	03/23/2011

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
World Inspection Network International, Inc.		03/21/2011	CORPORATION: WASHINGTON

**RECEIVING PARTY DATA**

<b>Name:</b>	World Inspection Network International, Inc.
<b>Street Address:</b>	9238 Madison Boulevard
<b>Internal Address:</b>	Suite 750
<b>City:</b>	Madison
<b>State/Country:</b>	ALABAMA
<b>Postal Code:</b>	35758
<b>Entity Type:</b>	CORPORATION: ALABAMA

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	3802910	WE SEE MORE. CLEARLY.
Registration Number:	3687527	WIN
Registration Number:	3681634	WIN
Registration Number:	3710644	WIN HOME INSPECTION
Registration Number:	3756170	WIN HOME INSPECTION
Registration Number:	1833028	WORLD INSPECTION NETWORK

**CORRESPONDENCE DATA**

Fax Number: 6152446804  
*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*  
 Phone: 615-850-8741  
 Email: rfelber@wallerlaw.com

OP \$165.00 3802910

Correspondent Name: Robert P. Felber, Jr.  
Address Line 1: c/o Waller Lansden Dortch & Davis, LLP  
Address Line 2: 511 Union Street, Suite 2700  
Address Line 4: Nashville, TENNESSEE 37219

ATTORNEY DOCKET NUMBER:	027117.36961
NAME OF SUBMITTER:	Robert P. Felber
Signature:	/ROBERT P. FELBER/
Date:	10/03/2013

Total Attachments: 11  
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Exp \$100.00  
Total \$200.00  
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**CERTIFICATE OF MERGER**

**OF**

**WORLD INSPECTION NETWORK INTERNATIONAL, INC.,**  
a Washington corporation

**INTO**

**WORLD INSPECTION NETWORK INTERNATIONAL, INC.,**  
An Alabama corporation

Pursuant to the Alabama Business and Nonprofit Entities Code

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**This Document Prepared By:**

**J. Dale Gipson, Esquire**  
**LANIER FORD SHAVER & PAYNE, P.C.**  
2101 West Clinton Avenue, Suite 102  
Post Office Box 2087  
Huntsville, Alabama 35804  
(256) 535-1100  
www.LanierFord.com

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 Total \$200.00  
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**CERTIFICATE OF MERGER  
 OF  
 WORLD INSPECTION NETWORK INTERNATIONAL, INC.,  
 a Washington corporation  
 INTO  
 WORLD INSPECTION NETWORK INTERNATIONAL, INC.,  
 an Alabama corporation**

The undersigned, WORLD INSPECTION NETWORK INTERNATIONAL, INC., a corporation organized under the laws of the State of Alabama (the "Corporation"), being the surviving business entity resulting from a merger with WORLD INSPECTION NETWORK INTERNATIONAL, INC., a corporation formed under the laws of the State of Washington (the "Original Entity") does hereby execute this instrument as required by *Code of Alabama*, § 10A-2-8.02, and does hereby certify and state as follows:

**ARTICLE I**

**Name: Public Office Where Formation Document of Each Entity is Filed**

The name of each entity and public office where the formation documents of each entity is filed are as follows:

Name	Public Office Where Formation Document of Each Entity is Filed
World Inspection Network International, Inc.	Office of the Washington Secretary of State, Olympia, Washington
World Inspection Network International, Inc.	Office of the Judge of Probate for Madison County, Alabama

Alabama					
Sec. Of State	Entity Change	D/C	File	\$100.00	
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			Total	\$200.00	
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ARTICLE II

Approval of Agreement of Merger

An Agreement of Merger between the Corporation and the Original Entity dated on the date hereof, a copy of which is attached hereto as *Exhibit A*, has been duly approved pursuant to *Code of Alabama* § 10A-2-11.03 and *Wash. Rev. Code* §§ 23B.11.030.

ARTICLE III

Name of Surviving Business Entity

The name of the surviving or resulting business entity is WORLD INSPECTION NETWORK INTERNATIONAL, INC., a corporation organized under the laws of the State of Alabama.

ARTICLE IV

Effective Date

The effective date of the merger shall be upon the filing of the Certificate of Merger with the Secretary of State of the State of Alabama.

ARTICLE V

Location of Agreement of Merger

The Agreement of Merger is on file at the principal place of business of the Corporation located at 9238 Madison Blvd, Suite 750, Madison, Alabama, 35758.

ARTICLE VI

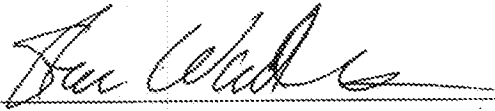
Availability of Agreement of Merger

A copy of the Agreement of Merger will be furnished by the Corporation upon request and without cost to any shareholder of the Corporation and any member of the Original Entity.

**SIGNATURE PAGE TO CERTIFICATE OF MERGER**

IN WITNESS WHEREOF, WORLD INSPECTION NETWORK, INC., has executed the foregoing Certificate of Merger and has caused the signature of its duly authorized officer to be affixed hereto on this the 21<sup>st</sup> day of March, 2011.

WORLD INSPECTION NETWORK, INC.,  
an Alabama corporation

By:   
Steve Wadlington

Secretary of State  
State of Alabama

I hereby certify that this is a true and complete  
copy of the document filed in this office on

3-23-2011  
DATE: 4-1-2011

  
Secretary of State

BLV

Alabama  
Sec. Of State

Entity Change  
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EXHIBIT A

Alabama  
Sec. Of State

Entity Change  
005-927 D/C  
Date 3/23/2011  
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**AGREEMENT AND PLAN OF MERGER**

By and Between

**WORLD INSPECTION NETWORK INTERNATIONAL, INC.,**  
 an Alabama corporation

AND

**WORLD INSPECTION NETWORK INTERNATIONAL, INC.,**  
 a Washington corporation

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**LANIER FORD SHAVER & PAYNE, P.C.**  
 2101 West Clinton Avenue, Suite 102  
 Huntsville, Alabama 35805



AGREEMENT AND PLAN OF MERGER

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THIS AGREEMENT AND PLAN OF MERGER (the "Agreement") is made and entered into as of this the 21<sup>st</sup> day of March, 2011, by and between WORLD INSPECTION NETWORK INTERNATIONAL, INC., a Washington corporation (the "Original Entity") and WORLD INSPECTION NETWORK INTERNATIONAL, INC., an Alabama corporation (the "Corporation"). Collectively the Original Entity and the Corporation may sometimes be referred to hereinafter as the "Constituent Entities."

RECITALS

The Original Entity is a corporation duly organized and existing under the laws of the State of Washington, having been formed on August 31, 1995. The Corporation is duly organized and existing under the laws of the State of Alabama, having been formed on March 17, 2011.

The members of the Original Entity and the number of shares (the "Shares") held by each are as stated on Schedule "A," attached hereto.

The shareholders of the Corporation and the number of shares of the \$0.001 par value common stock of the Corporation held by each are as follows:

<u>Shareholder</u>	<u>Number of Shares</u>
Steve Wadlington	1

The shareholders of the Original Entity and the shareholders of the Corporation deem it to be for the benefit and advantage of each of the organizations and their respective shareholders that the organizations merge under and pursuant to the provisions of the laws of the States of Alabama and Washington, with the Corporation as the surviving entity.

AGREEMENT

NOW, THEREFORE, in consideration of the foregoing and the mutual agreements hereinafter set forth, the parties hereto agree as follows:

## ARTICLE I

### Merger

In accordance with the provisions of *Code of Alabama* §§ 10A-1-8.02, 10A-2-11.03, and 10A-2-11.04 and *Wash. Rev. Code* §§ 23B.11.010 et seq., the Original Entity shall be merged with and into the Corporation (the "Merger") on the effective date set forth in ARTICLE XII below. Except as herein specifically set forth, the existence of the Corporation, with all its purposes, powers and objects, shall continue in effect unimpaired by the Merger. The identity and existence, with all the purposes, powers, and objects of the Original Entity, shall be merged into the Corporation, and the Corporation, as the surviving business entity, shall be fully vested therewith. The name of the surviving business entity shall be WORLD INSPECTION NETWORK INTERNATIONAL, INC. The separate existence and organization of the Original Entity shall cease as soon as the Merger shall become effective as herein provided, and thereupon the Original Entity and the Corporation shall be a single business entity, to wit: the Corporation (hereinafter sometimes referred to as the "Surviving Entity"). This Agreement shall continue in effect and the Merger shall become effective on the date set forth in ARTICLE XII. Immediately after approval by the shareholders of the Original Entity, and the shareholders of the Corporation, the Surviving Entity shall (a) execute, deliver and file in the Office of the Secretary of State of Alabama the Certificate of Merger attached hereto as Exhibit "1," and (b) execute, deliver and file in the Office of the Secretary of State for the State of Washington, the Articles of Merger, attached hereto as Exhibit "2."

## ARTICLE II

### Governing Articles of Incorporation

Upon the effective date of the Merger, the Certificate of Formation of the Corporation shall be the Certificate of Formation of the Surviving Entity until the same shall thereafter be amended or repealed in accordance with law, such Certificate of Formation and the Bylaws of the Corporation.

## ARTICLE III

### Governing Bylaws

Upon the effective date of the Merger, the Bylaws of the Corporation shall be the Bylaws of the Surviving Entity until the same shall thereafter be amended or repealed in accordance with law, the Certificate of Formation and such Bylaws.

## ARTICLE IV

### Assumption of Assets and Liabilities

On the effective date of the Merger, the Surviving Entity shall continue in existence and, without further transfer, succeed to and possess all of the rights, privileges, and purposes of each of the Constituent Entities; and all of the property, real and personal, tangible and intangible, shall vest

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in the Surviving Entity without further act or deed; and the Surviving Entity shall be liable for all of the liabilities, obligation and penalties of each of the Constituent Entities. It is intended hereby that all rights, privileges, powers, property, liabilities and duties of the Constituent Entities shall vest in the Surviving Entity as a result of the Merger in accordance with *Code of Alabama* § 10A-1-8.02 and *Wash. Rev. Code*, § 23B.11.060. No liability or obligation due or to become due, claim or demand for any cause existing against either entity, or shareholder or employee thereof, shall be released or impaired by such Merger. No action or proceeding, whether civil or criminal, then pending by or against either Constituent Entity or any shareholder or employee thereof shall abate or be discontinued by such Merger, but may be enforced, prosecuted, defended, settled or compromised as if such Merger had not occurred and the Surviving Entity may be substituted in any action or proceeding in place of either Constituent Entity.

If at any time the Surviving Entity shall consider or be advised that any further assignments, conveyances or assurances in law are necessary or desirable to vest, perfect or confirm of record in the Surviving Entity the title to any property or rights of the Constituent Entities, or otherwise to carry out the provisions hereof, the proper shareholders of the Constituent Entities, as of the effective date of the Merger, shall execute and deliver any and all proper deeds, assignments and assurances in law, and do all things necessary or proper to vest, perfect or confirm title to such property or rights in the Surviving Entity, and otherwise to carry out the provisions hereof.

## ARTICLE V

### Conversion of Units; Ownership Interests in Surviving Entity

Except as otherwise provided herein, upon the effective date of the Merger, each Share held by the shareholders of the Original Entity shall be converted into one share of \$0.001 par value per share common stock (the "Stock") of the Corporation, fully paid and non-assessable. Notwithstanding the foregoing, Steve Wadlington shall receive one less share upon conversion than he would otherwise be entitled to as an offset for his one (1) share ownership in the Corporation. The names of the shareholders and the number of shares of Stock owned immediately after the Merger are listed as provided on Schedule "B," attached hereto.

## ARTICLE VI

### Continuation of Policies

All acts, policies, plans, approvals and authorizations of the Original Entity, its members, managers, employees and agents, which were valid and effective immediately prior to the effective date of the Merger, shall be taken for all purposes as the acts, plans, policies, approvals and authorizations of the Surviving Entity and shall be as effective and binding thereon as they were on the Original Entity. The employees of the Original Entity shall become the employees of the Surviving Entity and shall continue to be entitled to the same rights and benefits they enjoyed as employees of the Original Entity, except as otherwise provided by the terms of this Agreement.

Total \$1,200.00	Exp \$100.00	Acxn \$100.00	File \$100.00
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 Sec. of State

ARTICLE VII

Approvals

This Agreement shall be submitted to the members, managers and shareholders of each of the Constituent Entities as provided by the applicable laws of the States of Alabama. There shall be required for the adoption of this Agreement the vote of a majority of the members of the Original Entity and the vote of a majority of the shareholders of the Corporation.

ARTICLE VIII

Principal Place of Business of Surviving Entity

The principal place of business of the surviving entity shall be 9238 Madison Blvd, Suite 750, Madison, Alabama, 35758-9164.

ARTICLE IX

Termination of Merger

This Agreement and the Merger may be terminated and abandoned by unanimous written action or by a majority vote of the shareholders of the Corporation or the Original Entity prior to the Merger becoming effective. In the event of the termination and the abandonment of this Agreement and the Merger pursuant to the foregoing provisions of this ARTICLE IX, this Agreement shall become void and of no further effect without any liability on the part of either of the Constituent Entities or their respective shareholders in respect thereto.

ARTICLE X

Counterparts

This Agreement of Merger may be executed in counterparts, each of which when so executed shall be deemed to be an original, and such counterparts shall together constitute but one and the same instrument.

ARTICLE XI

Effective Date

The effective date of the Merger shall be the date the Certificate of Merger is filed with the Alabama Secretary of State.

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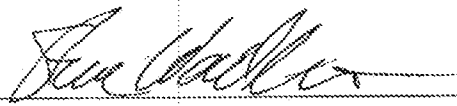
ARTICLE XII

Entire Agreement

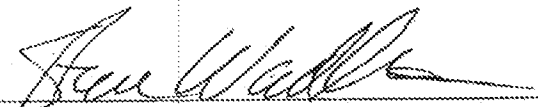
This Agreement and the Schedules and Exhibits attached hereto constitute the entire agreement among the parties hereto. Any Schedule or Exhibit attached to this Agreement shall be made a part hereof as if fully set out herein.

IN WITNESS WHEREOF, each party to this Agreement of Merger, pursuant to authority has caused these presents to be executed on behalf of the Original Entity and the Corporation by their members, managers, and shareholders, and as of the day and year first hereinabove written.

WORLD INSPECTION NETWORK  
INTERNATIONAL, INC.,  
an Alabama corporation

By:   
Steve Wadlington  
Its: President

WORLD INSPECTION NETWORK  
INTERNATIONAL, INC.,  
a Washington corporation

By:   
Steve Wadlington  
Its: President

Secretary of State  
State of Alabama

I hereby certify that this is a true and complete  
copy of the document filed in this office on

3-23-2011  
DATE: 4-1-2011

  
Secretary of State 814

Alabama  
Sec. Of State

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