

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

|                       |                |
|-----------------------|----------------|
| SUBMISSION TYPE:      | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER         |
| EFFECTIVE DATE:       | 09/18/2013     |

|                             |          |                |                       |
|-----------------------------|----------|----------------|-----------------------|
| <b>CONVEYING PARTY DATA</b> |          |                |                       |
| Name                        | Formerly | Execution Date | Entity Type           |
| LaserMax, Inc.              |          | 09/18/2013     | CORPORATION: NEW YORK |

|                             |                       |
|-----------------------------|-----------------------|
| <b>RECEIVING PARTY DATA</b> |                       |
| Name:                       | LaserMax, Inc.        |
| Street Address:             | 3495 Winton Place     |
| Internal Address:           | Building B            |
| City:                       | Rochester             |
| State/Country:              | NEW YORK              |
| Postal Code:                | 14623                 |
| Entity Type:                | CORPORATION: DELAWARE |

|                                  |          |                       |
|----------------------------------|----------|-----------------------|
| <b>PROPERTY NUMBERS Total: 3</b> |          |                       |
| Property Type                    | Number   | Word Mark             |
| Serial Number:                   | 85900530 | GENESIS               |
| Serial Number:                   | 85900549 | LASERMAX GENESIS      |
| Serial Number:                   | 86054151 | LASERMAX NATIVE GREEN |

|   |                                    |
|---|------------------------------------|
| <b>CORRESPONDENCE DATA</b>  |                                    |
| Fax Number:   | 5854198813                         |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                                    |
| Phone:  | 585-419-8636                       |
| Email:  | harrisbeachip@harrisbeach.com      |
| Correspondent Name:   | Neal L. Slifkin, Harris Beach PLLC |
| Address Line 1:   | 99 Garnsey Road                    |
| Address Line 4:   | Pittsford, NEW YORK 14534          |

|                         |        |
|-------------------------|--------|
| ATTORNEY DOCKET NUMBER: | 266645 |
|-------------------------|--------|

CH \$90.00 85900530

|   |                   |
|---|-------------------|
| NAME OF SUBMITTER:  | Neal L. Slifkin   |
| Signature:  | /Neal L. Slifkin/ |
| Date:   | 12/02/2013        |
| <b>Total Attachments: 4</b><br>source=Delaware Certificate of Merger (LaserMax)#page1.tif<br>source=Delaware Certificate of Merger (LaserMax)#page2.tif<br>source=Delaware Certificate of Merger (LaserMax)#page3.tif<br>source=Delaware Certificate of Merger (LaserMax)#page4.tif |                   |

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:


"LASERMAX, INC.", A NEW YORK CORPORATION,  
WITH AND INTO "LASERMAX, INC." UNDER THE NAME OF "LASERMAX, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF SEPTEMBER, A.D. 2013, AT 12:41 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

5384362 8100M

131106753



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0750039

DATE: 09-19-13

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 005164 FRAME: 0585

**CERTIFICATE OF MERGER**

**OF**

**LASERMAX, INC. (a New York Corporation)**

**WITH AND INTO**

**LASERMAX, INC. (a Delaware Corporation)**

(Under Section 252 of the General Corporation Law of the State of Delaware)

The undersigned, for the purpose of merging a foreign corporation with and into a domestic corporation under the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations of the merger is as follows:

- (a) LaserMax, Inc. ("LaserMax-NY"), a New York corporation; and
- (b) LaserMax, Inc. ("LaserMax-DE"), a Delaware corporation.

SECOND: An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is LaserMax, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of LaserMax-DE shall be the Certificate of Incorporation of the surviving corporation, with no amendments or changes.

FIFTH: The executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is:

LaserMax, Inc.  
3495 Winton Place, Building B  
Rochester, New York 14623

SIXTH: A copy of the executed Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either of the constituent corporations.

SEVENTH: LaserMax-NY has authority to issue 25,000,000 shares of common stock, par value \$.001 per share, and 25,000,000 shares of preferred stock, par value \$.001 per share.

EIGHTH: The merger is intended to qualify as a tax-free "F reorganization" under Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended.

*[Signature Page Follows]*

IN WITNESS WHEREOF, LaserMax-DE has caused this Certificate of Merger to be signed by its officer thereunto duly authorized on September 18, 2013.

LASERMAX, INC.,  
a Delaware corporation

By: S. Houde-Walter  
Name: Susan N. Houde-Walter, PhD  
Title: Chief Executive Officer