

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM381887

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	05/11/2015
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Medical Imaging Archive, Inc.		05/11/2015	Corporation: DELAWARE

## NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
TeraMedica, Inc.	05/11/2015	Corporation: DELAWARE

## MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

<b>Name:</b>	FUJIFILM TeraMedica, Inc.
<b>Street Address:</b>	10400 Innovation Drive
<b>Internal Address:</b>	Suite 200
<b>City:</b>	Milwaukee
<b>State/Country:</b>	WISCONSIN
<b>Postal Code:</b>	53226
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	77472203	TERAMEDICA
Serial Number:	76268505	TERAMEDICA
Serial Number:	77472191	TERAMEDICA
Serial Number:	76615592	EVERCORE
Serial Number:	76619990	EVERCORE
Serial Number:	76363711	GIVING LIFE TO DATA
Serial Number:	78015879	WHERE DATA IS GOING

## CORRESPONDENCE DATA

Fax Number: 5855064728

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

Phone: 5855064728

OP \$190.00 77472203

**Email:** trademarks@fujifilm.com  
**Correspondent Name:** Frank V. Gallucci  
**Address Line 1:** 200 Summit Lake Drive  
**Address Line 4:** Valhalla, NEW YORK 10595

**NAME OF SUBMITTER:** Frank V. Gallucci

**SIGNATURE:** /Frank V. Gallucci/

**DATE SIGNED:** 04/26/2016

**Total Attachments: 7**

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This May 11, 2015 Merger document should be recorded sequentially before the October 1, 2015 Certificate of Merger of FUJIFILM TeraMedica, Inc. (a Delaware corporation) into FUJIFILM Medical Systems U.S.A., Inc. (a New York corporation), which was previously recorded at Reel 005654, Frame 0056 on October 28, 2015.

# 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:

"MEDICAL IMAGING ARCHIVE, INC.", A DELAWARE CORPORATION, WITH AND INTO "TERAMEDICA, INC." UNDER THE NAME OF "FUJIFILM TERAMEDICA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF MAY, A.D. 2015, AT 10:07 O'CLOCK A.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE ELEVENTH DAY OF MAY, A.D. 2015, AT 11:59 O'CLOCK P.M.

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

3289922 8100M

150642498



  
jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2364057

DATE: 05-11-15

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

TRADEMARK  
REEL: 005777 FRAME: 0778

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:07 AM 05/11/2015  
FILED 10:07 AM 05/11/2015  
SRV 150642498 - 3289922 FILE

**CERTIFICATE OF MERGER  
MERCING  
MEDICAL IMAGING ARCHIVE, INC.  
WITH AND INTO  
TERAMEDICA, INC.**

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Pursuant to Section 251 of the General  
Corporation Law of the State of Delaware

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TeraMedica, Inc., a Delaware corporation, DOES HEREBY CERTIFY AS FOLLOWS:

**FIRST:** The name and state of incorporation of each of the constituent corporations are (i) TeraMedica, Inc., a Delaware corporation ("TeraMedica"), and (ii) Medical Imaging Archive, Inc., a Delaware corporation ("Merger Sub").

**SECOND:** That the Agreement and Plan of Merger, dated as of January 12, 2015, as amended May 5, 2015 (the "Merger Agreement"), by and among FUJIFILM Medical Systems U.S.A., Inc., a New York corporation, TeraMedica, Merger Sub and Shareholder Representative Services LLC, a Colorado limited liability company, solely in its capacity as the representative of the stockholders of TeraMedica, setting forth the terms and conditions of the merger of Merger Sub with and into TeraMedica (the "Merger") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Sections 251 and 228 of the General Corporation Law of the State of Delaware.

**THIRD:** The surviving corporation shall be TeraMedica, whose name shall be changed to FUJIFILM TeraMedica, Inc. (the "Surviving Corporation").

**FOURTH:** The Certificate of Incorporation of the Surviving Corporation shall be amended and restated in its entirety as set forth on Exhibit A attached hereto.

**FIFTH:** That an executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

FUJIFILM TeraMedica, Inc.  
10400 Innovation Drive, Suite 200  
Milwaukee, WI 53226

**SIXTH:** That a copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** The effective date and time of the Merger is 11:59 p.m. (Eastern time) on May 11, 2015.

[Signature Page Follows]

**TRADEMARK  
REEL: 005777 FRAME: 0779**

**IN WITNESS WHEREOF**, the Surviving Corporation has caused this Certificate of Merger to be executed in its corporate name as of May 11, 2015.

**TERAMEDICA, INC.**


By:   
Name: Jim Prykop  
Title: President

Exhibit A

**Amended and Restated Certificate of Incorporation**

**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
FUJIFILM TERAMEDICA, INC.**

FIRST. The name of the corporation is FUJIFILM TeraMedica, Inc.

SECOND. Its registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808. The Registered Agent in charge thereof is Corporation Service Company.

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

FOURTH. The amount of the total authorized capital stock of this corporation is 1,000 shares of Common Stock with par value \$0.01 per share.

FIFTH. The corporation is to have perpetual existence.

SIXTH. In furtherance of and not in limitation of the powers conferred by the State of Delaware, it is further provided:

(a) The Board of Directors of the corporation is expressly authorized to make, alter or repeal the By-laws of the corporation, subject only to such limitation, if any, as may be from time to time imposed by law or by the By-laws.

(b) Election of directors need not be by written ballot unless the By-laws of the corporation shall so provide.

(c) The books of the corporation may be kept at such place within or without the State of Delaware as the By-laws of the corporation may provide or as may be designated from time to time by the Board of Directors of the corporation.

SEVENTH. No director of the corporation shall be personally liable to the corporation or to any of its stockholders for monetary damages for breach of fiduciary duty as a director, notwithstanding any provision of law imposing such liability; provided, however, that to the extent required from time to time by applicable law, this Paragraph Seventh shall not eliminate or limit the liability of a director, to the extent such liability is provided by applicable law, (i) for any breach of the director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of Title 8 of the Delaware Code, or (iv) for any transaction from which the director derived an improper personal benefit. No amendment to or repeal of this Paragraph Seventh shall apply to or have any effect on the liability or alleged liability of any director for or with respect to any acts or omissions of such director occurring prior to the effective date of such amendment or repeal.



EIGHTH. The number of authorized shares of any class or classes of stock of the Corporation may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the stock of the corporation entitled to vote in accordance with the terms of the last sentence of Section 242(b)(2) of the Delaware General Corporation Law and irrespective of the terms contained in the remainder of said Section 242(b)(2).

NINTH. The corporation reserves the right to amend or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute and the Certificate of Incorporation of the corporation, and all rights conferred upon stockholders herein are granted subject to this reservation.