

TRADEMARK ASSIGNMENT COVER SHEET

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ETAS ID: TM391569

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/17/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Advanced Bio-Technologies, Inc.		05/17/2007	Corporation: NEVADA

RECEIVING PARTY DATA

Name:	Advanced Bio-Technologies, Inc.
Street Address:	4830 West Kennedy Blvd., Suite 600
City:	Tampa
State/Country:	FLORIDA
Postal Code:	33609
Entity Type:	Corporation: FLORIDA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3166390	KELO-COTE

CORRESPONDENCE DATA

Fax Number: 8132291660

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: 8132297600

Email: mrichter@slk-law.com

Correspondent Name: Mindi Richter/Shumaker, Loop & Kendrick,

Address Line 1: 101 East Kennedy Boulevard, Suite 2800

Address Line 4: Tampa, FLORIDA 33602

NAME OF SUBMITTER:	Mindi M. Richter
SIGNATURE:	/Mindi M. Richter/
DATE SIGNED:	07/15/2016

Total Attachments: 5

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MERGER OR SHARE EXCHANGE

ADVANCED BIO-TECHNOLOGIES, INC.

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ARTICLES OF MERGER
FOR
FLORIDA PROFIT CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1107, Florida Statutes.

FIRST: The exact name, form/entity type and jurisdiction of the merging corporation is as follows:

Name of Entity	Jurisdiction	Document #
Advanced Bio-Technologies, Inc.	Nevada	C12952-1995-006

SECOND: The exact name, form/entity type and jurisdiction of the surviving corporation is as follows:

Name of Entity	Jurisdiction	Document #
Advanced Bio-Technologies, Inc.	Florida	P07000053640

THIRD: The Agreement and Plan of Merger is attached hereto as Exhibit A.

FOURTH: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

FIFTH: The merger was approved by the shareholders of the merging corporation on May 4, 2007 and by the shareholders of the surviving corporation on May 16, 2007.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Merger to be signed by an authorized officer, the 17th day of May, 2007.

ADVANCED BIO-TECHNOLOGIES, INC,
a Nevada corporation

By:



Paul Guilband, President

ADVANCED BIO-TECHNOLOGIES, INC,
a Florida corporation

By:



Paul Guilband, President

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

This Merger Agreement (this "Agreement") entered into on May 16, 2007 by and between Advanced Bio-Technologies, Inc., a Florida corporation ("NewCo"), and Advanced Bio-Technologies, Inc., a Nevada corporation ("ABT"). NewCo and ABT are referred to collectively herein as the "Parties."

The Agreement contemplates a tax-free merger of ABT with and into NewCo in a reorganization pursuant to the provisions of Section 386 (a)(1)(F) of the Internal Revenue Code and the applicable provisions of the Nevada Revised Statutes and the Florida Business Corporation Act. ABT Stockholders will receive NewCo stock in exchange for their ABT stock.

Now, therefore, in consideration of the premises and the mutual promises herein made, and in consideration of the representations, warranties, and covenants herein contained, the Parties agree as follows:

Basic Transaction.

The Merger. On and subject to the terms and conditions of this Agreement, ABT will merge with and into NewCo (the "Merger") at the Effective Time. NewCo shall be the corporation surviving the Merger (the "Surviving Corporation").

The Closing. The closing of the transaction contemplated by this Agreement (the "Closing") shall take place at the offices of Shumaker, Loop & Kendrick, 101 East Kennedy Blvd., Tampa, FL 33602, commencing at 9:00 a.m. local time on the date hereof.

Actions at the Closing. At the Closing, (i) NewCo and ABT will file with the Secretary of State of the State of Florida Articles of Merger in the form attached hereto as Exhibit A and with the Secretary of State of Nevada a Articles of Merger in the form attached hereto as Exhibit B, and (ii) NewCo will deliver the certificates evidencing the shares of NewCo issued in the Merger.

Effect of Merger.

General. The Merger shall become effective at the time (the "Effective Time") NewCo and ABT files the Articles of Merger with the Secretary of State of the State of Florida and the Articles of Merger with the Secretary of State of Nevada. The Merger shall have the effect set forth in the Florida Business Corporation Act. The Surviving Corporation may, at any time after the Effective Time, take any action (including executing and delivering any document) in the name and on behalf of either NewCo or ABT in order to carry out and effectuate the transactions contemplated by this Agreement.

Articles of Incorporation. The Articles of Incorporation of NewCo in effect at and as of the Effective Time will remain the Articles of Incorporation of Surviving Corporation without any modification or amendment in the Merger.

Bylaws. The Bylaws of NewCo in effect at and as of the Effective Time will remain the Bylaws of Surviving Corporation without any modification or amendment in the Merger.

Directors and Officers. The directors and officers of NewCo in office at and as of the Effective Time will remain the directors and officers of Surviving Corporation (retaining their respective positions and terms of office).

Conversion of ABT Shares. At and as of the Effective Time, each ABT Share shall be converted into the right to receive one NewCo Share. No ABT Share shall be deemed to be outstanding or to have any rights other than those set forth above in this §1(d)(v) after the Effective Time.

Payment Procedure.

Immediately after the Effective Time, NewCo will furnish to each of the Shareholders of ABT a stock certificate representing that number of NewCo Shares equal to the number of outstanding ABT Shares held by each record holder of outstanding ABT Shares in exchange for stock certificates from each ABT Shareholder representing the number of shares each ABT Shareholder held in ABT.

Entire Agreement. This Agreement (including the documents referred to herein) constitutes the entire agreement between the Parties and supersedes any prior understandings, agreements, or representations by or between the Parties, written or oral, to the extent they relate in any way to the subject matter hereof.

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