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03-22-1999

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECORDATION F TRADEM



DEPARTMENT OF COMMERCE Patent and Trademark Office

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Tab settings

To the Honorable Con

ks: Please record the attached original documents or copy thereof.

1. Name of conveying party: Celerity Enterp. 03-11-1999 U.S. Patent & TMO/c/TM Mail Rcpt Dt. #54

2. Name and address of receiving party(ies): Name: Celerity Real Estate Systems Ltd. Internal Address: Street Address: 174 Carrington Lane New Brunswick City: Fredericton State: ZIP: E3A 5R6 CANADA

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other Corporation - Canada

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Canada, Other

3. Nature of conveyance: Assignment, Merger, Security Agreement, Change of Name, Other Amalgamation

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

Execution Date: July 7, 1997

4. Application number(s) or patent number(s):

A. Trademark Application No.(s) 75/101,751 75/108,944

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

6. Total number of applications and registrations involved: 2

Name: Gabrielle S. Roth, Esq.

7. Total fee (37 CFR 3.41).....\$ 65.00

Internal Address: Dickstein, Shapiro

Enclosed

Morin & Oshinsky LLP

Authorized to be charged to deposit account

Street Address: 2101 L Street, N.W.

8. Deposit account number:

City: Washington State: D.C. ZIP: 20852

04-1073

(Attach duplicate copy of this page if paying by deposit account)

03/19/1999 INGVYEN 00000178 75101751

FC:481 40.00 DP FC:482 25.00 DP

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9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Gabrielle S. Roth Name of Person Signing

Gabrielle S. Roth Signature

3/11/99 Date

Total number of pages including cover sheet, attachments, and document: 6



**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

CELERTY REAL ESTATE SYSTEMS LTD.

339079-9

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Director • Directeur

July 7, 1987/le 7 juillet 1987

Date of Amalgamation • Date de fusion

Canada

JUL 15 1987 02:53PM P2

PHONE NO. : 519 649 2365

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**TRADEMARK
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CANADA BUSINESS CORPORATIONS ACT

**FORM 9
ARTICLES OF AMALGAMATION
(SECTION 135)**

1. Name of amalgamated corporation:

CCELERITY REAL ESTATE SYSTEMS LTD.

2. The place in Canada where the registered office is to be situated:

City of Fredericton, in the Province of New Brunswick.

3. The classes and any maximum number of shares that the Corporation is authorized to issue:

An unlimited number of Common shares.

4. Restrictions if any on share transfers:

No share shall be transferred without either (a) the consent of the directors of the Corporation expressed by a resolution passed by the board of directors or by an instrument or instruments in writing signed by all of such directors, or (b) the consent of the holders of shares to which are attached more than 50% of the voting rights attaching to all shares for the time being outstanding entitled to vote at such time expressed by a resolution passed by such shareholders at a meeting duly called and conducted for that purpose or by an instrument or instruments in writing signed by all of such shareholders.

5. Number (or minimum and maximum number) of directors:

A minimum of 1 and a maximum of 10.

6. Restrictions if any on business the corporation may carry on:

None.

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7. Other provisions, if any:

- (a) The number of shareholders of the Corporation, exclusive of persons who are in its employment and exclusive of persons who, having been formerly in the employment of the Corporation, were, while in that employment, and have continued after the termination of that employment to be, shareholders of the Corporation, is limited to not more than 50, 2 or more persons who are the joint registered owners of 1 or more shares being counted as 1 shareholder.
- (b) Any invitation to the public to subscribe for any securities of the Corporation is prohibited.
- (c) The directors may appoint one or more directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, but the total number of directors so appointed may not exceed one third of the number of directors elected at the previous annual meeting of shareholders.

8. The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:


- 183
- 184(1)
- 184(2)

9. Name of the amalgamating corporations:

Celerity Enterprises Ltd.

Corporation No.: 322539-9


Date: July 7, 1997


 David Chapman,
 Secretary

Celerity Holdings Ltd.

Corporation No.: 225395-0

Date: July 7, 1997


 David Chapman,
 Secretary

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Celerity Real Estate Systems Ltd.

Corporation No.: 322533-1

Date: July 7, 1997


David Chapman,
Secretary

339079-9

July 10, 1997

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REEL: 1870 FRAME: 0712

IN THE UNITED STATES TRADEMARKS OFFICE

Trademark : MILESTONE
Application No. : 75/101,751
Filed : May 9, 1996
Class No. : 036

DESIGNATION OF DOMESTIC REPRESENTATIVE

Dickstein, Shapiro, Morin & Oshinsky, LLP, whose full postal address is 2101 L Street NW, Washington, D.C. 20037-1526, U.S.A., is hereby designated applicant's representative upon whom notice or process in proceedings affecting the mark may be served.

EXECUTED AT LONDON, ONTARIO, this 1 day of

MARCH, 1999.

Celerity Real Estate Systems Ltd.

Per: 

(Signature)

Name: J. ROBINSON

(Printed)

Title: VP FINANCE

Date: 3/1/99