

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

REC'D
9-1-00



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EET U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
MEDIC COMPUTER SYSTEMS, INC.

Individual(s) Association
General Partnership Limited Partnership
 Corporation-State (North Carolina)
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: MEDIC COMPUTER SYSTEMS, LLC
Internal Address:
Street Address: 8529 Six Forks Road
City: Raleigh State: NC ZIP: 27615

Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State
 Other Limited Liability Company / North Carolina

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

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: May 30, 2000

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
75/868,656
75/868,657
75/868,658
Additional numbers attached? Yes No

B. Trademark Registration No.(s)
1,763,274 1,953,800 2,034,345
1,862,734 1,969,160 2,198,727
1,936,016 2,005,643
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Elizabeth F. Janda, Esq.
Internal Address: BROOKS & KUSHMAN P.C.
Street Address: 1000 Town Center, 22nd Floor
City: Southfield State: MI Zip: 48075

6. Total number of applications and registrations involved: 11
7. Total fee (37 CFR 3.41) \$ 290.00
 Enclosed
 Authorized to be charged to Deposit Account
8. Deposit Account number:
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Elizabeth F. Janda
Name of Person Signing
Signature
Date 8-25-00
Total number of pages including cover sheet, attachments, and document: 7

09/19/2000 00000130 1763274

01 FC:481
02 FC:482

40.00 DP
250.00 DP
Mail documents to be recorded with required cover sheet information to:
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STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF MERGER OF MEDIC COMPUTER SYSTEMS, LLC

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 12th day of July, 2000.

Elaine F. Marshall

Secretary of State

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ARTICLES OF MERGER

SOSID: 0551332

Date Filed: 5/31/2000 2:11 PM

Elaine F. Marshall

Pursuant to Sections 55-11-10, 57C-9A-22, and 57C-9A-21(a)(5) of the North Carolina Secretary of State North Carolina, the undersigned limited liability company, as the surviving entity in a merger, hereby submits the following Articles of Merger.

1. The surviving limited liability company is Medic Merger, LLC, a limited liability company organized under the laws of the State of North Carolina (the "LLC"). The name of the merged corporation is Medic Computer Systems, Inc, a corporation organized under the laws of the State of North Carolina (the "Corporation").
2. The address of the surviving limited liability company is 8601 Six Forks Road, Suite 300, Raleigh, Wake County, North Carolina 27615.
3. Attached as Exhibit A hereto and made a part hereof is a copy of the Agreement and Plan of Merger that was duly adopted in the manner prescribed by law by the shareholders and the board of directors of the Corporation and the members of the LLC participating in the merger.
4. The merger was approved by the unanimous consent of the members of the surviving limited liability company as required by Chapter 57C of the North Carolina General Statutes.
5. The merger was approved by the unanimous consent of the shareholders of the merged Corporation as required by Chapter 55 of the North Carolina General Statutes.
6. The merger is permitted by the laws of the State of North Carolina, which govern the organization and internal affairs of each merging business entity.
7. Each business entity that is a party to the merger has complied with the applicable laws of the State of North Carolina governing its organization and internal affairs.
8. Effective upon the consummation of the merger, the Articles of Organization of the LLC shall be amended whereby the name of the LLC shall be changed to "Medic Computer Systems, LLC".
9. These articles will be effective May 31, 2000 at 11:59 p.m., Raleigh, North Carolina time.

This the 30th day of May, 2000.

MEDIC MERGER, LLC

By: Kirsty, Inc., Manager and Sole Member

By:

Print Name:

Title:

Linda S. Buback
Linda S. Buback
Secretary/Treas.

EXHIBIT A

AGREEMENT AND PLAN OF MERGER

OF

MEDIC COMPUTER SYSTEMS, INC.

WITH AND INTO

MEDIC MERGER, LLC

The following Agreement and Plan of Merger provides for the merger (the "Merger") of Medic Computer Systems, Inc., a North Carolina corporation, with and into Medic Merger, LLC, a North Carolina limited liability company.

ARTICLE I

The limited liability company existence of Medic Merger, LLC, with all its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and the identity and existence of Medic Computer Systems, Inc., which is sometimes referred to herein as the "Corporation", shall be merged with and into Medic Merger, LLC, which shall be the surviving entity and which is sometimes referred to herein as the "LLC".

ARTICLE II

The name of the merging business entity that shall survive the merger is "Medic Merger, LLC", subject to the amendment of such name as set forth in Article V below.

ARTICLE III

The terms and conditions of the Merger shall be as follows:

1. The Articles of Organization of the surviving entity shall be the Articles of Organization of the LLC as such Articles of Organization are in effect at the effective time of merger, subject to the amendment thereto as set forth in Article V below, until the same shall be thereafter amended in accordance with law and said Articles.

2. The Operating Agreement of the surviving entity shall be the Operating Agreement of the LLC, as in effect as of the effective time of the Merger, until the same shall be further amended in accordance with law, the Articles of Organization of the LLC and said Operating Agreement.

3. The managers and officers of the surviving entity shall be the managers and officers of the LLC as of the effective time of the Merger, each to serve until his, her, or its successor shall have been duly elected and qualified or until his, her or its earlier death, resignation or removal.

4. Except insofar as the same may be continued by law or in order to carry out the purposes of this Agreement and Plan of Merger, and except as continued in and merged into the LLC, the separate existence of the Corporation shall cease as of the effective time of the Merger, and the LLC shall have and possess all of the rights, privileges, powers, immunities and franchises and all property of the Corporation, and shall be responsible and liable for all of the debts, duties, contracts, liabilities and obligations of the Corporation.

ARTICLE IV

The manner and basis of converting the shares of the Corporation and membership interests of the LLC company participating in the Merger shall be as follows:

1. The shares of stock of the Corporation shall be extinguished and shall cease to exist without any action on the part of the holder thereof at the effective time of the Merger. No consideration shall be paid or delivered upon surrender and cancellation of the shares of stock in the Corporation.

2. The membership interests in the LLC shall not be converted, exchanged or altered in any manner as a result of the Merger, and will remain outstanding membership interests of the LLC.

ARTICLE V

Pursuant to §57C-9A-21(a)(5) of the General Statutes of North Carolina, effective upon the consummation of the Merger, the Articles of Organization of Medic Merger, LLC shall be amended by deleting the entire text of Paragraph 1 thereof and substituting in its place the following new Paragraph 1:

"1. The name of the limited liability company is Medic Computer Systems, LLC."

[REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

ARTICLE VI

The Merger and the amendment of Articles of Organization of Medic Merger, LLC shall be effective on May 31, 2000, at 11:59 p.m., Raleigh, North Carolina time.

Date: May 30, 2000.

MEDIC COMPUTER SYSTEMS, INC.

By: Charles R Lambert

Name: CHARLES R LAMBERT

Title: CEO/SENIOR VICE President

MEDIC MERGER, LLC

By Kirsty, Inc., Manager and Member

By: Linda S Bubacz

Name: Linda S. Bubacz

Title: Secretary / Treas.