## Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	08/30/2000	

#### **CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Five Star Rated, Inc.		08/30/2000	CORPORATION: CALIFORNIA

#### **RECEIVING PARTY DATA**

Name:	Genu Tec Business Solutions, Inc.	
Street Address:	6 A Liberty	
Internal Address:	Suite 200	
City:	Aliso Viejo	
State/Country:	CALIFORNIA	
Postal Code:	92656	
Entity Type:	CORPORATION: MONTANA	

#### PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2832328	GENUTEC
Registration Number:	2359753	AGENTONE
Registration Number:	2486422	FIVE STAR RATED

#### **CORRESPONDENCE DATA**

900032016

Fax Number: (202)582-8080

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-585-8264

Email: NPTM@nixonpeabody.com Correspondent Name: Susan M. Freedman, Esq.

Address Line 1: Nixon Peabody LLP

Address Line 2: 401 9th Street, N.W., Suite 900

Washington, DISTRICT OF COLUMBIA 20004 Address Line 4:

NAME OF SUBMITTER: Susan M. Freedman, Esq.

TRADEMARK

**REEL: 003158 FRAME: 0514** 

Signature:	/susan m. freedman/	
Date:	09/13/2005	
Total Attachments: 7 source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page1.tif source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page2.tif source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page3.tif source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page4.tif source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page5.tif source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page6.tif source=Merger - Five Star Rated, Inc. California-GenuTec Business Solutions, Inc#page7.tif		

TRADEMARK REEL: 003158 FRAME: 0515

### **ECRETARY OF STAT**

STATE OF MONTANA MIKE COONEY



Business Services Bureau LesLee Shell-Beckert, Deputy



Montana State Capitol PO Box 202801 Helena, MT 59620-2801 (406)444-3665 http://www.state.mt.us/sos/

EDWARD A MURPHY ESQ DATSOPOULOS MACDONALD & LIND 201 WEST MAIN STREET CENTRAL SQUARE BUILDING MISSOULA MT 59802

August 30, 2000

Dear Mr. Murphy:

RE: MERGED FIVE STAR
RATED, INC. AN UNQUALIFIED
CALIFORNIA CORPORATION
INTO BISON STATES FINANCE
CORPORATION AND
CHANGING ITS NAME TO
GENU TEC BUSINESS
SOLUTIONS, INC.
ARTICLES OF MERGER
Date of Filing: August 30, 2000
Filing Number: 372281 - D75242

Filing Number: 372281 - 1775242

I've approved the filing of the documents for the above named entity. The document number and filing date have been recorded on the original document. This letter serves as your certificate of filing and should be maintained in your files for future reference.

Pursuant to your request, I have deducted \$40.00 from your prepaid account to cover the costs of this transaction.

Thank you for giving this office the opportunity to serve you. If you have any questions in this regard, or need additional assistance, please do not hesitate to contact the Business Services Bureau professionals at (406) 444-3665.

Sincerely,

Mike Cooney Secretary of State

Mile Course

Enclosure

You can correspond with our office via facsimile Our fax number is (406) 444-3976. You can now fax in

TRADEMARK
REEL: 003158 FRAME: 0516

## ARTICLES OF MERGER

OF

# BISON STATES FINANCE CORPORATION

AUG 3 H 2000

AND

FIVE STAR RATED, INC.

SECRETARY DE STATE

Pursuant to the provisions of Mont. Code Ann. § 35-1-816, Bison States Finance Corporation, Inc., a Montana corporation, and Five Star Rated, Inc., a California corporation, have adopted the following articles of merger for the purpose of combining the corporations:

I.

The following plan of merger was approved the shareholders of each of the corporations in the manner prescribed by statute:

- 1. The surviving corporation shall be a Montana corporation governed by the laws of the state of Montana.
- The Restated Articles of Incorporation of Bison States Finance Corporation shall be the Articles of Incorporation of the surviving corporation.
- The Bylaws of Bison States Finance Corporation shall be the Bylaws of the surviving corporation.
- 4. Each share of Common Stock of Five Star Rated, Inc., which is issued and outstanding on the effective date shall be converted into three shares of Common Stock of Bison States Finance Corporation.
- Each share of Common Stock of Bison States Finance Corporation which is issued and outstanding on the effective date shall evidence ownership of one share of Bison States Finance Corporation.
- 6. The Board of Directors of the Surviving Corporation shall consist of nine (9) persons and the initial members shall include Lee J. Danna, Milton Datsopoulos, Donald Dizon, Michael L. Fannin, Steve Gomes, Lawnae Hunter, Steve Murnin, Milton R. Polland and Michael Quan Dao. The officers of the Surviving Corporation shall include Lee J. Danna, President and Chief Executive Officer, Steve Gomes, Executive Vice President and Treasurer, Michael L. Fannin, Senior Vice President and Chief Technology Officer, Steve Murnin, Senior Vice President, and Michael Quan Dao, Secretary.

TRADEMARK REEL: 003158 FRAME: 0517 7. The name of Bison States Finance Corporation shall be changed to "Genu Tec Business Solutions, Inc.," and restated articles of incorporation shall be filed to adopt the new name.

II.

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such plan, are as follows:

Bison States Finance Corporation, 1,120,970 common shares outstanding and entitled to vote.

vote.

Five Star Rated, Inc., 3,964,502 common shares outstanding and entitled to vote.

111.

As to each of the undersigned corporations, the total number of shares voted for and against such plan, respectively, are as follows:

Bison States Finance Corporation, 621,110 for and 15 against.

Five Star Rated, Inc., 3,964,502 for and 0 against.

Dated this 30 day of \_\_\_\_\_\_\_, 2000.

Bison States Finance Corporation

Anthony J. Fadiano, President

Five Star Rated, Inc.

Lee J. Danna, President

State of Montana	) ss.	
County of Missoula	)	2.4h
This instrumed of the composition of the compositio	nt was acknowl, 2000, by Anthony	edge before me on the 30 th day of J. Fagiano as President of Bison States Finance  Notary Public for the State of Montana Residing at Masoula My Commission expires: 1/25/13
State of	)	
County of	)	
This instrum	ent was acknow 000, by Lee J. Dam	ledge before me on the day or na as President of Five Star Rated, Inc.
(SEAL)		
		Notary Public for the State of
		Residing at:  My Commission expires:

REEL: 003158 FRAME: 0519

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Par icia Danna

760 724-8928

D8/28/00 TUE 12:50 FAX

D M & L ATTORNEYS

7. The name of Bison States Finance Corporation shall be changed to "Genu Tec Business Solutions, Inc.," and articles of amendment to the articles of incorporation shall be filed to adopt the new name.

11.

As to each of the undersigned corporations, the number of shares outstanding, and the designation and number of outstanding shares of each class entitled to vote as a class on such plan, are as follows:

Bison States Finance Corporation, 1,123,970 common shares outstanding and entitled to vote.

Five Star Rated, Inc., 3,964,502 common shares outstanding and entitled to vote.

III.

As to each of the undersigned corporations, the total number of shares voted for and against such plan, respectively, are as follows:

Bison States Finance Corporation, 621,000 for and 15 against.

Five Star Rated, Inc., 3,964,502 for and 0 against.

Dated this 3061 day of \_

2000.

Bison States Finance Corporation

Anthony I. Fagiano, President

Five Star Rated, Inc.,

3 - 1/Dana (A)

TRADEMARK REEL: 003158 FRAME: 0520

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Pa icia Danna

D M & L ATTORNEYS

08/29/00 TUE 11:10 FAX

State of Montana )

County of Missoula )

This instrument was acknowledge before me on the \_\_\_\_\_\_day of \_\_\_\_\_\_\_, 2000, by Anthony J. Fagiano as President of Bison States Finance Corporation

(SEAL)

Notary Public for the State of Montana Residing at My Commission expires:

State of CAlifornia )
SS.
County of RIVERSI de )

This instrument was acknowledge before me on the <u>19</u> day of AUGUST, 2000, by Lee J. Danna as President of Five Star Rated, Inc.

HUGH J. WBNE
Commission # 1181744
Notary Public - Collomko
Riverside Coumy
My Comm. Expires Acr 30, 2002

Notary Public for the State of Cal. Logist
Residing at: 36-101 306 Hope, Da Reff. CA 92270
My Commission expires: April 30, 2003

**REEL: 003158 FRAME: 0521** 

## STATE OF MONTANA

Office of the Secretary of State
I hereby certify this is a true and
correct copy, consisting of pages,
as taken from the original on file in this
office. Originality of this certification can
be determined by the color blue

2-200/Bob Brown
Secretary of State

**TRADEMARK** 

**REEL: 003158 FRAME: 0522** 

**RECORDED: 09/13/2005**