

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|-----------------------|----------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 08/08/2005 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|--------------|----------|----------------|---------------------------------------|
| ARTools, LLC | | 08/08/2005 | LIMITED LIABILITY COMPANY: CALIFORNIA |

RECEIVING PARTY DATA

| | |
|-----------------|-----------------------------------|
| Name: | Avotus Inc. |
| Street Address: | 110 Matheson Boulevard, Suite 300 |
| City: | Mississauga |
| State/Country: | ONTARIO |
| Postal Code: | L5R 4G7 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 3

| Property Type | Number | Word Mark |
|----------------------|---------|-------------------------------|
| Registration Number: | 2530712 | ARTOOLS |
| Registration Number: | 2772025 | VPATH.NET |
| Registration Number: | 1995073 | APPLIED RESEARCH TECHNOLOGIES |

CORRESPONDENCE DATA

Fax Number: (734)930-2494
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 734-761-3780
 Email: asujek@bodmanllp.com
 Correspondent Name: Angela Alvarez Sujek - Bodman LLP
 Address Line 1: 401 East Liberty, Suite 400
 Address Line 4: Ann Arbor, MICHIGAN 48104

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|--------------------|----------------------|
| NAME OF SUBMITTER: | Angela Alvarez Sujek |
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OP \$90.00 2530712

Signature:

/angela alvarez subjek/

Date:

11/21/2006

Total Attachments: 2

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**CERTIFICATE OF MERGER
MERGING
ARTOOLS, LLC
INTO
AVOTUS INC.**

Pursuant to Section 264 of the
General Corporation Law of the State of Delaware

Avotus Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: Artools, LLC, a California limited liability company, was incorporated pursuant to the Limited Liability Company Act of the State of California and is existing under the Limited Liability Company Act of the State of California.

SECOND: Avotus Inc., a Delaware corporation ("Avotus"), was incorporated pursuant to the General Corporation Law of the State of Delaware and is existing under the General Corporation Law of the State of Delaware.

THIRD: The Agreement and Plan of Merger and Plan of Reorganization (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by the constituent corporation and limited liability company in accordance with Section 264 of the General Corporation Law of the State of Delaware and Section 17555 of the Limited Liability Company Act of the State of California, as applicable.

FOURTH: The surviving corporation shall be Avotus (the "Surviving Corporation").

FIFTH: The Certificate of Incorporation of Avotus as in effect on the date hereof shall continue in full force and effect after the effective date as the Certificate of Incorporation of the Surviving Corporation.

SIXTH: The executed Merger Agreement is on file at the offices of Avotus which address is: 110 Matheson Boulevard, Suite 300, Mississauga, Ontario L5R 4G7, a copy of which will be furnished by Avotus on the request and without cost to any stockholder of any constituent corporation or member of any constituent limited liability company.

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State of Delaware
Secretary of State
Division of Corporations
Delivered 08:59 PM 08/08/2005
FILED 08:47 PM 08/08/2005
SRV 050654020 - 3438902 FILE

Executed on this 8th day of August, 2005.

AVOTUS INC.

By. /s/ Frederick J. Lizza
Name: Frederick J. Lizza
Title: Manager

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