

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/03/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Pocketgear, LLC		07/03/2007	LIMITED LIABILITY COMPANY: TENNESSEE

RECEIVING PARTY DATA

Name:	Palmgear, Inc.
Street Address:	210 W. Pettigrew Street
City:	Durham
State/Country:	NORTH CAROLINA
Postal Code:	27701
Entity Type:	CORPORATION: TENNESSEE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	76492700	POCKETGEAR.COM

CORRESPONDENCE DATA

Fax Number: (615)252-6392
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 6152522392
 Email: csloan@boultcummings.com
 Correspondent Name: Christopher A. Sloan, Esq.
 Address Line 1: 1600 Division Street, Suite 700
 Address Line 4: Nashville, TENNESSEE 37203

ATTORNEY DOCKET NUMBER:	PALMGEAR CAS/SLK
NAME OF SUBMITTER:	Christopher A. Sloan
Signature:	/cas/

OP \$40.00 76492700

Date:

12/19/2007

Total Attachments: 8

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Secretary of State
Division of Business Services
312 Eighth Avenue North
6th Floor, William R. Snodgrass Tower
Nashville, Tennessee 37243

DATE: 07/03/07
REQUEST NUMBER: 6082-2001
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 07/02/07 1614
EFFECTIVE DATE/TIME: 07/02/07 1614
CONTROL NUMBER: 0452514

TO:
BOULT CUMMINGS CONNERS & BERRY PLC
PO BOX 340025

NASHVILLE, TN 37203

RE:
PALMGEAR, INC.
ARTICLES OF MERGER

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ARTICLES OF MERGER WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH OFFICE IS IN TENNESSEE AND IN THE COUNTY IN WHICH THE NEW OR SURVIVING CORPORATION SHALL HAVE ITS PRINCIPAL OFFICE IF SUCH OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF MERGER

ON DATE: 07/03/07

FROM:
BOULT CUMMINGS CONNERS & BERRY PLC
P.O. BOX 340025

NASHVILLE, TN 37203-0000

RECEIVED: FEES \$200.00 \$0.00
TOTAL PAYMENT RECEIVED: \$200.00

RECEIPT NUMBER: 00004231714
ACCOUNT NUMBER: 00000413



Riley C. Darnell
RILEY C. DARNELL
SECRETARY OF STATE
REEL: 003681 FRAME: 0808

FILED
RECEIVED
STATE OF TENNESSEE

2007 JUL -2 PM 4: 14

RILEY DARNELL
SECRETARY OF STATE

CERTIFICATE OF MERGER
OF
POCKETGEAR, LLC
a Tennessee limited liability company
WITH AND INTO
PALMGEAR, INC.
a Tennessee corporation

To the Secretary of State of the State of Tennessee:

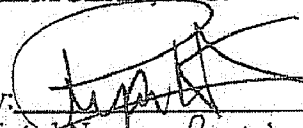
Pursuant to the provisions of Section 48-244-101, *et seq.* of the Tennessee Limited Liability Company Act, the undersigned hereby submits the following Certificate of Merger for the purpose of merging PocketGear, LLC with and into PalmGear, Inc. and states as follows:

1. PocketGear, LLC is a limited liability company organized under the laws of Tennessee on March 9, 2004.
2. PalmGear, Inc. is a corporation organized under the laws of Tennessee on August 21, 2003.
3. The Plan of Merger was approved by the sole member of PocketGear, LLC on July 2, 2007, and was approved by the unanimous vote of the members of the board of directors of PalmGear, Inc. on July 2, 2007.
4. The name and address of the principal executive office of the surviving entity are as follows: PalmGear, Inc., 210 W. Pettigrew Street, Durham, North Carolina 27701 (the "Surviving Entity").
5. The Surviving Entity is a Tennessee corporation.
6. The merger shall be effective as of the date of the filing of this Certificate of Merger with the Secretary of State of the State of Tennessee.
7. The Plan of Merger is on file at the following place of business of the Surviving Entity: 210 W. Pettigrew Street, Durham, North Carolina 27701.
8. A copy of the Plan of Merger will be furnished by the Surviving Entity, on request and without cost, to any member of any domestic limited liability company or any persons holding an interest in any other entity which is or was a party to the merger.

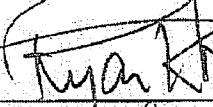
0002.2004

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be effective on June 30, 2007.

PALMGEAR, INC.

By: 
Printed Name: Ryan K. Dwyer
Title: CEO

POCKETGEAR, LLC

By: 
Printed Name: Ryan K. Dwyer
Title: CEO

0802.2002

**ARTICLES OF MERGER
OF
POCKETGEAR, LLC
a Tennessee limited liability company
WITH AND INTO
PALMGEAR, INC.
a Tennessee corporation**

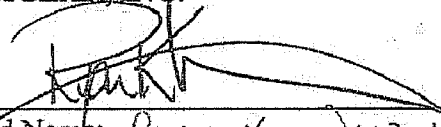
To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-21-107 of the Tennessee Business Corporation Act, as amended, the undersigned corporation adopts the following articles of merger for the purpose of merging the constituent corporation and limited liability company set forth below into a single corporation:

1. The name of the constituent corporation and limited liability company are PocketGear, LLC, a Tennessee limited liability company, and PalmGear, Inc., a Tennessee corporation.
2. The name of the surviving corporation is PalmGear, Inc.
3. Approval of the Agreement and Plan of Merger, attached hereto as Exhibit A, by the sole shareholder of PalmGear, Inc. is required under Section 48-21-104 of the Tennessee Business Corporation Act, as amended. The Agreement and Plan of Merger was duly approved by the sole shareholder of PalmGear, Inc. by written consent effective as of June 30, 2007.

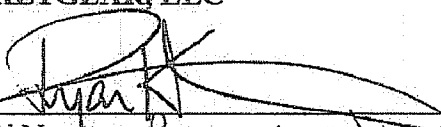
PALMGEAR, INC.

Dated: June 30, 2007

By: 
Printed Name: Ryan K. Wierzbicki
Title: CEO

POCKETGEAR, LLC

Dated: June 30, 2007

By: 
Printed Name: Ryan K. Wierzbicki
Title: CEO

0002.2003

Exhibit A

Agreement and Plan of Merger

See attached.

6082-2004

**PLAN OF MERGER
OF
POCKETGEAR, LLC
INTO
PALMGEAR, INC.**

This Plan of Merger is prepared and submitted pursuant to the provisions of Section 48-21-102 of the Tennessee Business Corporation Act.

1. The names of the merging entities are PocketGear, LLC, a Tennessee limited liability company ("PocketGear"), and PalmGear, Inc., a Tennessee corporation ("PalmGear").

2. PalmGear shall be the surviving corporation ("Surviving Entity"), into which PocketGear shall merge.

3. The terms and conditions of the proposed merger and the manner and basis of converting the membership interests of PocketGear into stock of the Surviving Entity are as follows:

a. On the effective date of the merger, PocketGear shall be merged into PalmGear, which shall be the Surviving Entity, in the manner and with the effect provided by the Tennessee Business Corporation Act and the Tennessee Limited Liability Company Act. PalmGear, being the Surviving Entity, shall continue its existence under the laws of the State of Tennessee, and the separate existence of PocketGear shall cease. PalmGear, as the Surviving Entity, shall continue to use the name "PalmGear, Inc." and any property, rights, privileges, licenses and franchises of PocketGear, as the same were held by PocketGear prior to the merger, shall vest in PalmGear as of the merger, subject to all of the liabilities and obligations of PocketGear for which PalmGear shall be liable, in the same manner and to the same extent as if PalmGear had itself incurred such liabilities and obligations.

b. On the effective date of the merger,

(i) All of the membership interests of PocketGear issued and outstanding shall, by virtue of the merger and without any action on the part of the holder thereof, be retired and canceled. No securities of PocketGear shall be issuable from and after the effective date of the merger.

(ii) All stock of PalmGear issued and outstanding immediately prior to the effective date of the merger shall continue to be issued and outstanding stock of PalmGear.

c. Following the merger, the charter and bylaws of PalmGear shall continue unchanged as that of PalmGear, as the Surviving Entity, until amended as provided by the Tennessee Business Corporation Act.

0002-2005

d. The directors and officers of PalmGear shall continue to serve as the directors and officers of PalmGear, as the Surviving Entity, all of whom shall hold such position until the election of their successors or until their terms are otherwise terminated.

4. The effective date of this Plan of Merger and the date upon which the merger contemplated by this Plan of Merger shall become effective shall be the date upon which a Certificate of Merger is filed with the Tennessee Secretary of State as provided by Section 48-244-104 of the Tennessee Limited Liability Company Act.


[SIGNATURES ON FOLLOWING PAGE]

0002-2005

IN WITNESS WHEREOF, the parties hereto have executed this Plan of Merger on the dates indicated below, to be effective as of the date described in Section 4 above.

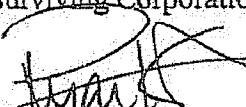
POCKETGEAR, LLC
the Merging Corporation

Dated: June 30, 2007

By: 
Printed Name: Ryan K. Wencel
Title: CEO

PALMGEAR, INC.
the Surviving Corporation

Dated: June 30, 2007

By: 
Printed Name: Ryan K. Wencel
Title: CEO

0002.2007