

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Wellpoint Systems (1), Inc., a/k/a Well Point Systems (1), Inc.		09/04/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Wellpoint Systems (USA), Inc.		
Street Address:	500 4th Avenue SW, Suite 2000		
City:	Calgary, Alberta		
State/Country:	CANADA		
Postal Code:	T2P 2V6		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78788600	GWIZ SYSTEMS	
Serial Number:	78749923	BOLO SYSTEMS	
CORRESPONDENCE DATA			
Fax Number:	(734)930-2494		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	734-761-3780		
Email:	asujek@bodmanllp.com		
Correspondent Name:	Angela Alvarez Sujek - Bodman LLP		
Address Line 1:	201 S. Division Street, Suite 400		
Address Line 4:	Ann Arbor, MICHIGAN 48104		
ATTORNEY DOCKET NUMBER:	WELLPOINT SYSTEMS		
DOMESTIC REPRESENTATIVE			
Name:			
Address Line 1:			

OP \$65.00 78788600

Address Line 2:

Address Line 3:

Address Line 4:

NAME OF SUBMITTER:

Angela Alvarez Sujek

Signature:

/Angela Alvarez Sujek/

Date:

05/08/2008

Total Attachments: 6

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "WELLPOINT SYSTEMS (USA), INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE EIGHTH DAY OF NOVEMBER, A.D. 2006, AT 4:57 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "WELLPOINT SYSTEMS (1), INC." TO "WELLPOINT SYSTEMS (USA), INC.", FILED THE FIFTH DAY OF SEPTEMBER, A.D. 2007, AT 12:55 O'CLOCK P.M.

CERTIFICATE OF CORRECTION, FILED THE ELEVENTH DAY OF SEPTEMBER, A.D. 2007, AT 2:54 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID CORPORATION, "WELLPOINT SYSTEMS (USA), INC.".

4248348 8100H

080407218



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6509406

DATE: 04-08-08

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 003774 FRAME: 0239

CERTIFICATE OF INCORPORATION
OF
WELLPOINT SYSTEMS (1), INC.

ARTICLE ONE

The name of this corporation is Wellpoint Systems (1), Inc. (the "Corporation").

ARTICLE TWO

The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

ARTICLE THREE

The nature of the business or purposes to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE FOUR

The total number of shares of capital stock which the Corporation shall have authority to issue is 1,000 shares of Common Stock with a par value of one dollar (\$1.00) per share.

ARTICLE FIVE

The name and mailing address of the incorporator is as follows:

Dylan C. Park
700 Louisiana, Suite 3400
Houston, Texas 77002

ARTICLE SIX

The Corporation is to have perpetual existence.

ARTICLE SEVEN

In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the Bylaws of the Corporation.

ARTICLE EIGHT

Election of directors need not be by written ballot unless the Bylaws of the Corporation shall provide. Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provisions contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the board of directors or in the Bylaws of the Corporation.

ARTICLE NINE

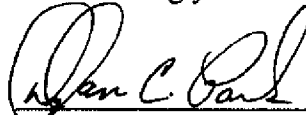
The Corporation reserves the right to amend, alter, change or repeal any provisions contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this provision.

ARTICLE TEN

A director of the corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the General Corporation Law of Delaware, or (iv) for any transaction from which the director derived any improper personal benefit.

[END OF TEXT]

I, THE UNDERSIGNED, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 8th day of November, 2006.

A handwritten signature in black ink, appearing to read "Dylan C. Park", written over a horizontal line.

Dylan C. Park
Sole Incorporator

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
WELLPOINT SYSTEMS (1), INC.**

Adopted in accordance with the provisions of
Section 242 of the Delaware General Corporation Law

The undersigned, being the President of Wellpoint Systems (1), Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "DGCL"), does hereby certify:

1. That the Certificate of Incorporation of the Corporation dated November 8, 2006 is hereby amended by changing the Article thereof numbered "First" so that, as amended, said Article shall read in its entirety as follows:

FIRST: The name of the Corporation is Wellpoint Systems (USA), Inc.

2. That the forgoing amendment to the Certificate of Incorporation of the Corporation has been duly approved and adopted in accordance with Section 242 of the DGCL.

3. That the Sole Director of the Corporation duly adopted resolutions setting forth the foregoing amendment, declaring said amendment to be advisable and referring such amendment to the stockholder of the Corporation for consideration thereof.

4. That the foregoing amendment has been duly approved and adopted in accordance with Section 228 of the DGCL by the stockholder of the Corporation by written consent in lieu of meeting.

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed on this 4th day of August, 2007.

WELLPOINT SYSTEMS (1), INC.

/s/ Frank Stanford
Name: Frank Stanford
Title: President

STATE OF DELAWARE
CERTIFICATE OF CORRECTION

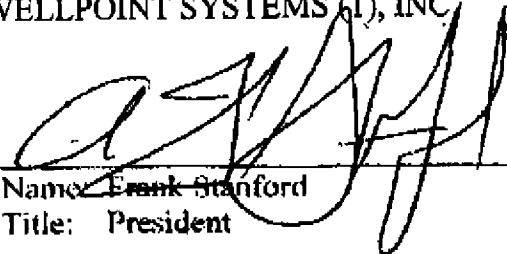
WellPoint Systems (USA), Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

1. The name of the corporation is WellPoint Systems (USA), Inc.
2. That a Certificate of Amendment of Certificate of Incorporation of WellPoint Systems (1), Inc. was filed by the Secretary of State of Delaware on September 5, 2007 (the "Certificate") and the Certificate requires correction as permitted by Section 103 of the General Corporation Law of the State of Delaware.
3. The inaccuracy of the Certificate is that the execution date of August 4, 2007 should actually have been September 4, 2007.
4. Therefore, the execution block of the Certificate should read as follows:

"IN WITNESS WHEREOF, the undersigned has caused this Certificate to be signed on this 4th day of September, 2007."

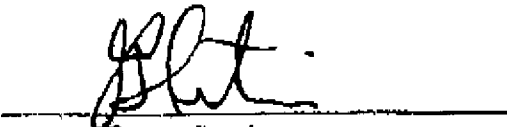
WELLPOINT SYSTEMS (1), INC.



Name: Frank Stanford
Title: President

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Correction to be signed on this 10th day of September, 2007.

WELLPOINT SYSTEMS (USA), INC.



Name: Bruce Petrie
Title: Secretary