

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/13/2009		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Portico Systems, Inc.		10/12/2009	CORPORATION: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	Portico Systems of Delaware, Inc.		
Street Address:	518 East Township Line Road		
Internal Address:	Suite 100		
City:	Blue Bell		
State/Country:	PENNSYLVANIA		
Postal Code:	19422		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2918105	FMG TECHNOLOGIES	
CORRESPONDENCE DATA			
Fax Number:	(203)327-6401		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	203-327-4500		
Email:	trademark@ogrp.com		
Correspondent Name:	Terrence J. McAllister		
Address Line 1:	One Landmark Square		
Address Line 2:	10th Floor		
Address Line 4:	Stamford, CONNECTICUT 06901		
ATTORNEY DOCKET NUMBER:	0001295UST1		
NAME OF SUBMITTER:	Terrence J. McAllister		

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**TRADEMARK
 REEL: 004497 FRAME: 0883**

Signature:	/OGRP-NM-TJM-JJS/
Date:	03/14/2011
Total Attachments: 2 source=Portico - Cert. of Merger#page1.tif source=Portico - Cert. of Merger#page2.tif	

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:53 AM 10/13/2009
FILED 11:53 AM 10/13/2009
SRV 090930107 - 4738561 FILE

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
FOREIGN CORPORATION INTO
A DOMESTIC CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Portico Systems of Delaware, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Portico Systems, Inc., a Pennsylvania corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is Portico Systems of Delaware, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation. (If amendments are affected please set forth).

FIFTH: The authorized stock and par value of the non-Delaware corporation is See Exhibit A attached hereto.

SIXTH: The merger is to become effective on Upon filing.

SEVENTH: The Agreement of Merger is on file at 518 East Township Line Road, Suite 100, Blue Bell, PA 19422, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 12th day of October, A.D., 2009.

By: [Signature]
Authorized Officer

Name: Edmund Moore II
Print or Type

Title: President

EXHIBIT A
TO
CERTIFICATE OF MERGER
OF
PORTICO SYSTEMS OF DELAWARE, INC.

FIFTH: The authorized number of shares and par value of the non-Delaware corporation is:

33,430,640 shares, of which (a) 21,234,554 are Common shares, no par value, and (b) 12,196,086 are Preferred shares, no par value, of which 6,055,045 shall be designated Series A Convertible Preferred Stock and 4,906,487 shall be designated as Series B Convertible Preferred Stock, and 1,234,554 shares shall be designated as Series B-1 Convertible Preferred Stock.

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