

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/02/2001

CONVEYING PARTY DATA

Name	Execution Date
Sorenson Vision, Inc.	03/02/2001

RECEIVING PARTY DATA

Name:	Sorenson Technologies, Inc.
Street Address:	2511 South West Temple
City:	Salt Lake City
State/Country:	UTAH
Postal Code:	84115

PROPERTY NUMBERS Total: 1

Property Type	Number
PCT Number:	US9916995

CORRESPONDENCE DATA

Fax Number: (801)531-9168
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 801-532-1922
 Email: ACTurner@TraskBritt.com
 Correspondent Name: Allen C. Turner
 Address Line 1: P.O. Box 2550
 Address Line 4: Salt Lake City, UTAH 84110

NAME OF SUBMITTER:	Allen C. Turner
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Utah Div. of Corp. & Comm. Code

ARTICLES OF MERGER
OF
SORENSEN VISION, INC.
(a Utah Corporation)

WITH AND INTO
SORENSEN TECHNOLOGIES, INC.
(a Utah Corporation)

State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certify that the foregoing has been filed
and approved on this 12th day of Dec 2001
in this office of this Division and hereby issue
this Certificate thereof.

Examiner J. Stiles Date 1/23/02



Kathy Berg
Kathy Berg
Division Director

Sorenson Vision, Inc., a Utah corporation and Sorenson Technologies, Inc., a Utah corporation do hereby execute the following Articles of Merger:

ARTICLE ONE - NAMES

The name of the corporation to be merged is Sorenson Vision, Inc., a Utah corporation (Vision). The name of the corporation intended to survive is Sorenson Technologies, Inc., a Utah corporation (Technologies). Vision and Technologies shall hereafter collectively be referred to as (the "Merging Entities").

ARTICLE TWO - PLAN OF MERGER

Attached hereto as Exhibit A is a copy of the Agreement and Plan of Merger by and between the Merging Entities, dated as of the 2nd day of March, 2001, adopted in the manner prescribed by the laws of the State of Utah.

ARTICLE THREE - PLACE OF BUSINESS

Technologies, the surviving entity shall continue to be governed by the laws of the State of Utah. The principal place of business shall be 1101 West 400 West, Logan, Utah 84321.

ARTICLE FOUR - REGISTERED AGENT

The registered agent of Technologies shall continue to be Reed F. Winterton.

ARTICLE FIVE - ARTICLES OF INCORPORATION

There are no amendments to the Articles of Incorporation and Bylaws of Technologies, which shall be the Articles of Incorporation and Bylaws of the surviving corporation.

ARTICLE SIX - SHAREHOLDER VOTE

The total number of Vision shares permitted to vote is Six Million Five Hundred thousand (6,500,000). All Visions shares entitled to vote approved the Plan of Merger. The total number of Technologies shares permitted to vote is Six Million Five Hundred Thousand (6,500,000). All Technologies shares entitled to vote approved the Plan of Merger.

ARTICLE SEVEN – EFFECTIVE DATE


The effective date of the merger shall be as of the time and date of the filing of these Articles in compliance with Utah Code Ann. § 16-10a-1105(2).

ARTICLE EIGHT – COMPLIANCE WITH LAWS

The Merging Entities have complied with all provisions of the jurisdictions in which the merging entities were organized and which are applicable to the proposed merger.

IN WITNESS WHEREOF the undersigned, being thereunto duly authorized, have executed these Articles of Merger on behalf of the Merging Entities as of this 2nd day of March, 2001.

SORENSEN VISION, INC.

By: 
Its: President

SORENSEN TECHNOLOGIES, INC.

By: 
Its: President

Articles of Merger

EXHIBIT A

PLAN AND AGREEMENT OF MERGER

BETWEEN

**SORENSEN VISION, INC.
(a Utah corporation)**

AND ITS AFFILIATED CORPORATION

**SORENSEN TECHNOLOGIES, INC.
(a Utah corporation)**

This Plan and Agreement of Merger (the "Agreement of Merger") is made and entered into as of the 2nd day of March, 2001, by and between Sorenson Vision, Inc., a Utah corporation (hereafter "Vision"), and its affiliated corporation, Sorenson Technologies, Inc., a Utah corporation (hereafter "Technologies"). Vision and Technologies are hereafter collectively referred to as (the "Merging Corporations").

RECITALS:

1. Vision is a Utah corporation with its principal place of business located in Logan, Utah.
2. Technologies is a Utah corporation with its principal place of business located in Logan, Utah.
3. The board of directors of each of the Merging Corporations deems it advisable that Vision be merged with and into Technologies upon the terms and subject to the conditions hereinafter set forth, in accordance with the applicable provisions of the statutes of the State of Utah, which permit such merger.

AGREEMENT:

In consideration of the foregoing recitals and of the agreements, covenants and provisions hereinafter contained, Vision and Technologies, by their respective boards of directors, have agreed and do hereby agree, each with the other as follows:

ARTICLE I
MERGER

Vision shall be merged with and into Technologies and both entities shall become a single corporation in accordance with the applicable provisions of the laws of the State of Utah, with Technologies being the surviving corporation (the "Merger"). The Merger is intended to qualify as a tax-free reorganization under Sections 368(a)(1)(A) of the Internal Revenue Code of 1986, as amended.

ARTICLE II
EFFECT OF MERGER

Upon the Merger becoming effective (the "Effective Time") as provided under the applicable laws of the State of Utah:

2.1 Technologies and Vision shall be a single corporation with Technologies as the surviving corporation and the separate existence of Vision shall cease, except to the extent provided by the laws of the State of Utah in the case of a corporation after its merger into another corporation.

2.2 Technologies shall thereupon and thereafter possess all the rights, privileges, immunities and franchises, of both a public and a private nature, of each of the Merging Corporations; and all property, real, personal and mixed, and all debts due on whatever account, including subscriptions to shares, and all other choses in action, and all and every other interest of, or belonging to, or due to each of the Merging Corporations, shall be taken and deemed to be vested in Technologies as the surviving corporation without further act or deed; and the title to all real estate, or any interest therein, vested in either of the Merging Corporations shall not revert or be in any way impaired by reason of the Merger.

2.3 Technologies shall thenceforth be responsible and liable for all of the liabilities and obligations of each of the Merging Corporations; and any claim existing or action or proceeding pending by or against either of the Merging Corporations may be prosecuted to judgment as if the Merger had not taken place, or the Technologies may be substituted in its place, and neither the rights of creditors nor any liens upon the property of either of the Merging Corporations shall be impaired by the Merger.

2.4 The aggregate amount of the net assets of the Merging Corporations which was available for the payment of dividends immediately prior to the Merger, to the extent that the value thereof is not transferred to stated capital by the issuance of shares or otherwise, shall continue to be available for the payment of dividends by Technologies.

2.5 The Bylaws of Technologies as existing and constituted immediately prior to the Effective Time shall continue in full force and effect as the Bylaws of Technologies as the surviving corporation.

2.6 The board of directors, and the members thereof, and the officers of Technologies immediately prior to the Effective Time shall be and constitute the board of directors, and the members thereof, and the officers of the Surviving Corporation.

ARTICLE III ARTICLES OF INCORPORATION

The Articles of Incorporation of Technologies shall not be amended in any respect by reason of this Agreement of Merger, and such Articles of Incorporation as in effect at the Effective Time of the Merger shall constitute and continue to be the Articles of Incorporation of Technologies as the surviving corporation until further amended in the manner provided by law.

ARTICLE IV CONVERSION OF SHARES

The manner and basis of converting the shares of the Merging Corporations shall be as follows:

4.1 Technologies Common Stock. All shares of Common Stock of Technologies which are outstanding immediately prior to the Merger shall continue to be outstanding immediately after the Merger.

4.2 Technologies Preferred Stock. All shares of Preferred Stock of Technologies which are outstanding immediately prior to the merger shall continue to be outstanding immediately after the Merger.

4.3 Conversion of Vision Common Stock. Upon consummation of the Merger, each share of Common Stock of Vision which is outstanding immediately prior to the Merger shall be cancelled.

4.4 Conversion of Vision Preferred Stock. Upon consummation of the Merger, each share of Preferred Stock of Vision which is outstanding immediately prior to the merger shall be exchanged for a share of Preferred Stock of Technologies at a ratio of 1 to .8967.

ARTICLE V SUBSEQUENT ACTIONS

If, at any time after the Effective Time, Technologies shall consider or be advised that any deeds, bills of sale, assignments, assurances, or any other actions or things are necessary or desirable to vest, perfect or confirm of record or otherwise in Technologies its right, title or interest in, to or under any of the rights, properties or assets of Vision acquired or to be acquired by Technologies as a result of, or in connection with, the Merger or otherwise to carry out this Agreement of Merger, the officers and directors of Technologies shall be authorized to execute and deliver, in the name and on behalf of Vision or otherwise, all such deeds, bills of sale, assignments and assurances, and to make and do, in the name and on behalf of Vision or otherwise, all such

other actions and things as may be necessary or desirable to vest, perfect or confirm any right, title and interest in, to and under such rights, properties or assets in Technologies or otherwise to carry out this Agreement of Merger.

ARTICLE VI
SHAREHOLDER VOTE

This Plan and Agreement of Merger has been recommended by the board of directors and submitted to and approved by the shareholders of both Technologies and Vision in accordance with the provisions of the Utah Revised Business Corporations Act.

[The remainder of this page intentionally left blank.]

IN WITNESS WHEREOF, Technologies and Vision, pursuant to the approval and authority duly given by resolutions adopted by their respective boards of directors, have each caused this Agreement of Merger to be executed this 2nd day of March, 2001.

SORENSEN TECHNOLOGIES, INC.

By: 
Its: President

SORENSEN VISION, INC.

By: 
Its: President

Plan of Merger