

10/3/05

10-06-2005

Docket No.: 8146-91484

FORM PTO-1595 (Modified)
(Rev. 03-01)
OMB No. 0651-0027 (exp.5/31/2002)
P08/REV03



T U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

103094871

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

RCL Plasma, Inc.

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Execution Date: April 29, 2005

2. Name and address of receiving party(ies):

Name: Plasco Energy Group, Inc.

Internal Address: _____

Street Address: 2610 Del Zotto Avenue, Gloucester, ON
K1T 3V7, Canada

City: _____ State: _____ ZIP: _____

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent numbers(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

10/776,304

10/05/2005 DBYRNE 00000090 10776304

01 FC:8021

40.00 DP

B. Patent No.(s)

Additional numbers attached? Yes No

OPR/FINANCE

2005 OCT -3 AM 12: 23

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Thomas R. Vigil, Esq.

Internal Address: WELSH & KATZ, LTD.

Street Address: 120 South Riverside Plaza, Floor 22

City: Chicago State: IL ZIP: 60606

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41):.....\$ 40.00

Enclosed - Any excess or insufficiency should be credited or debited to deposit account

Authorized to be charged to deposit account

8. Deposit account number:

23-0920

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Thomas R. Vigil

September 29, 2005

Name of Person Signing

Signature

Date

8

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services

Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450

PATENT

REEL: 017047 FRAME: 0650



**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

PLASCO ENERGY GROUP INC.

429638-9

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Richard G. Shaw
Director - Directeur

April 29, 2005 / le 29 avril 2005

Date of Amalgamation - Date de fusion

Canada

**CANADA BUSINESS
CORPORATIONS ACT**

FORM 9

**ARTICLES OF AMALGAMATION
(SECTION 185)**

1 - Name of the Amalgamated Corporation

PLASCO ENERGY GROUP INC.

2 - The province or territory in Canada where the registered office is to be situated

Ontario

3 - The classes and any maximum number of shares that the corporation is authorized to issue

an unlimited number of Class A shares and an unlimited number of Preferred Shares, issuable in series, which shall have attached thereto the rights, privileges, restrictions and conditions set out in Schedule "A" attached hereto.

4 - Restrictions, if any, on share transfers

No shares of the Corporation may be transferred without either:

- 4.1 the previous consent of the directors of the Corporation expressed by a resolution passed by the board of directors or by an instrument or instruments in writing signed by all the directors; or
- 4.2 the previous consent of the holders of at least fifty-one percent (51%) of the voting shares for the time being outstanding expressed by a resolution passed by the shareholders or by an instrument or instruments in writing signed by such shareholders.

5 - Number (or minimum and maximum number) of directors

Minimum 1, Maximum 10

6 - Restrictions, if any, on business the corporation may carry on

None

7 - Other provisions, if any

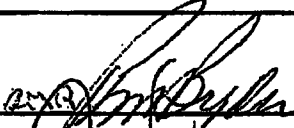

- 7.1 Without in any way restricting the powers of the Corporation, the board of directors may from time to time and without authorization of the shareholders:
- 7.1.1 borrow money on the credit of the Corporation;
 - 7.1.2 issue, reissue, sell, pledge or hypothecate debt obligations of the Corporation;
 - 7.1.3 give a guarantee on behalf of the Corporation to secure performance of an obligation of any person; and
 - 7.1.4 mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation, owned or subsequently acquired, to secure any obligation of the Corporation.
- 7.2 The board of directors may from time to time delegate any or all of the foregoing powers to such officers or directors of the Corporation to such extent and in such manner as the board of directors may from time to time determine.
- 7.3 The Corporation shall be entitled to a lien on any share registered in the name of a shareholder or the shareholder's personal representative for a debt of that shareholder to the Corporation.

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:

183

184(1)

184(2)

9 -	Name of amalgamating corporations	Corp. No.	Signature	Date	Title	Tel No
	RCL PLASMA, INC.	058928-4		Apr 29/05	President	(613) 751-4491
	PLASCO ENERGY CORPORATION	426362-6		Apr 29/05	President	(613) 831-0590

FOR DEPARTMENTAL USE ONLY
Corporation No.

429638-9

Filed

APR 29 2005

SCHEDULE "A"
SHARE RIGHTS OF AMALGAMATED CORPORATION

CLASS A SHARES

(a) The Class A Shares shall have attached thereto the following rights, privileges, restrictions and conditions:

1. **Voting**

The holders of the Class A Shares shall be entitled to receive notice of and to attend and shall be entitled to one (1) vote at any meeting of the shareholders of the Corporation for each Class A Share held, except meetings at which only holders of a specified class of shares are entitled to vote.

2. **Dividends**

The holders of the Class A Shares shall be entitled to receive non-cumulative dividends if, as and when the directors shall in their discretion declare dividends on the Class A Shares and pay the same. The directors may declare and pay dividends on the Class A Shares to the exclusion of any other class or classes of shares.

3. **Dissolution**

Subject to the rights of the holders of shares ranking prior to or on a parity with the Class A Shares, the holders of the Class A Shares shall be entitled to receive the remaining property of the Corporation in the event of any liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs.

PREFERRED SHARES

(b) The Preferred Shares, as a class, shall have attached thereto the following rights, privileges, restrictions and conditions:

1. **Directors' Authority to Issue in One or More Series**

The board of directors of the Corporation may issue the Preferred Shares at any time and from time to time in one or more series. Before the first shares of a particular series are issued, the board of directors of the Corporation shall fix the number of shares in such series and shall determine, subject to the limitations set out in the articles, the designation, rights, privileges, restrictions and conditions to be attached to the shares of such series including, without limiting the generality of the foregoing, the rate or rates, amount or method or methods of calculation of dividends thereon, the time and place of payment of dividends, whether cumulative or non-cumulative or partially cumulative and whether such rate, amount or method of calculation shall be subject to change or adjustment in the future, the currency or currencies of payment of dividends, the consideration and the terms and conditions of any purchase

for cancellation, retraction or redemption rights (if any), the conversion or exchange rights attached thereto (if any), the voting rights attached thereto (if any), and the terms and conditions of any share purchase plan or sinking fund with respect thereto. Before the issue of the first shares of a series, the board of directors of the Corporation shall send to the Director (as defined in the *Canada Business Corporations Act*) articles of amendment containing a description of such series including the designation, rights, privileges, restrictions and conditions determined by the board of directors of the Corporation.

2. Ranking of Preferred Shares

No rights, privileges, restrictions or conditions attached to a series of Preferred Shares shall confer upon a series a priority in respect of dividends or return of capital over any other series of Preferred Shares then outstanding. The Preferred Shares shall be entitled to priority over the Class A Shares of the Corporation and over any other shares of the Corporation ranking junior to the Preferred Shares with respect to priority in the distribution of assets in the event of the liquidation, dissolution or winding-up of the Corporation, whether voluntary or involuntary, or any other distribution of the assets of the Corporation among its shareholders for the purpose of winding-up its affairs. The Preferred Shares of any series may also be given such other preferences, not inconsistent with paragraphs (b)1 to (b)3 hereof, over the Class A Shares and over any other shares ranking junior to the Preferred Shares as may be determined in the case of such series of Preferred Shares.

3. Voting Rights

Unless the directors otherwise determine in the articles of amendment designating a series of Preferred Shares, the holders of each shares of a series of Preferred Shares shall not, as such, be entitled to receive notice of or vote at any meeting of shareholders of the Corporation, except as otherwise specifically provided in the *Canada Business Corporations Act*.