

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2005
CONVEYING PARTY DATA	
Name	Execution Date
ComputerRepair.com, LLC	06/30/2005
RECEIVING PARTY DATA	
Name:	ComputerRepair.com, Inc.
Street Address:	951 Clint Moore Road
City:	Boca Raton
State/Country:	FLORIDA
Postal Code:	33431
PROPERTY NUMBERS Total: 5	
Property Type	Number
Application Number:	10755727
Application Number:	10755569
Application Number:	60465977
Application Number:	10692181
Application Number:	10692194
CORRESPONDENCE DATA	
Fax Number:	(617)523-1231
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	617-570-1000
Email:	LPenta@goodwinprocter.com
Correspondent Name:	Patent Administrator
Address Line 1:	Goodwin Procter LLP
Address Line 2:	Exchange Place
Address Line 4:	Boston, MASSACHUSETTS 02109

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PATENT
REEL: 019542 FRAME: 0027

ATTORNEY DOCKET NUMBER:	ONFORCE
NAME OF SUBMITTER:	Lalitha R. Gunturi
<p>Total Attachments: 4 source=CertofIncorp2#page1.tif source=CertofIncorp2#page2.tif source=CertofIncorp2#page3.tif source=CertofIncorp2#page4.tif</p>	

Delaware

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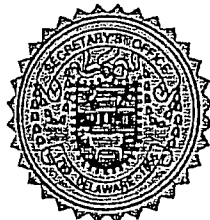
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"COMPUTERREPAIR.COM, LLC", A FLORIDA LIMITED LIABILITY COMPANY,

WITH AND INTO "COMPUTERREPAIR.COM, INC." UNDER THE NAME OF "COMPUTERREPAIR.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JUNE, A.D. 2005, AT 2:25 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



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050547243

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3992562

DATE: 06-30-05

PATENT

REEL: 019542 FRAME: 0029

CERTIFICATE OF MERGER

of

ComputerRepair.com, LLC, a Florida limited liability company

with and into

ComputerRepair.com, Inc., a Delaware corporation

Pursuant to the provisions of Section 608.432 of the Florida Limited Liability Company Act (the "FLLCA") and Section 264 of the Delaware General Corporation Law (the "DGCL"), ComputerRepair.com, LLC, a Florida limited liability company (the "Company"), and ComputerRepair.com, Inc., a Delaware corporation (the "Surviving Corporation"), hereby adopt the following Articles of Merger for the purpose of merging the Company with and into the Surviving Corporation (the "Merger").

FIRST: The exact name, street address of its principal office, state of domicile and entity type for each merging party are as follows:

<u>Name and Street Address</u>	<u>Domicile</u>	<u>Entity Type</u>
ComputerRepair.com, LLC 951 Clint Moore Road Boca Raton, FL 33431 Florida Document/ Registration Number: L03000019659	Florida	Limited Liability Company FEI Number: 58-2671987
ComputerRepair.com, Inc. 951 Clint Moore Road Boca Raton, FL 33431 Delaware Document/ Registration Number: SRV 050503751 - 3986377	Delaware	Corporation FEI Number: 20-3033134

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

<u>Name and Street Address</u>	<u>Jurisdiction</u>	<u>Entity Type</u>
ComputerRepair.com, Inc. 951 Clint Moore Road Boca Raton, FL 33431	Delaware	Corporation

THIRD: The attached Agreement and Plan of Merger meets the requirements of Section 608.438 of the FLLCA.

FOURTH: The attached Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by the Company and the Surviving Corporation in

accordance with Section 264 of the DGCL. Pursuant to Section 251(f) of the DGCL, the attached Agreement and Plan of Merger was not required to be approved by the shareholders of the Surviving Corporation because no shares of capital stock of the Surviving Corporation were issued prior to the adoption by the Board of Directors of the Surviving Corporation of the resolution approving the Agreement and Plan of Merger.

FIFTH: The Surviving Corporation has appointed the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting members of the Company.

SIXTH: The Surviving Corporation agrees to pay the dissenting members of the Company the amount, if any, to which they are entitled under Section 608.4384 of the FLLCA.

SEVENTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the Operating Agreement.

EIGHTH: The Merger shall be effective upon the filing of this Certificate of Merger with the State of Delaware (the "Effective Time"). Upon the Effective Time, by virtue of the Merger and without any action on the part of the Company or Surviving Corporation, each membership interest of the Company outstanding at the Effective Time shall be cancelled and extinguished and replaced in lieu thereof with a certain number of shares of junior preferred stock, par value \$.001 per share, of the Surviving Corporation (the "Junior Preferred Stock"), based on a conversion rate of 405.80 shares of Junior Preferred Stock for 1 Membership Interest (the "Conversion Rate"). In addition, each option to purchase Membership Interests (each, an "Existing Option") outstanding immediately prior to the Effective Time will be replaced by an option to purchase a certain number of shares of Junior Preferred Stock, based on the Conversion Rate, at the same exercise price (adjusted to give effect to the Conversion Rate) and on the same terms and conditions as the Existing Options. The Merger shall have the effects set forth in Section 608.4383 of the FLLCA, and all property, rights, privileges, policies and franchises of each of the Surviving Corporation and the Company shall vest in the Surviving Corporation and all debts, liabilities and duties of each of the Surviving Corporation and the Company shall become the debts, liabilities and duties of the Surviving Corporation.

NINTH: The Certificate of Incorporation of the Surviving Corporation, as amended by Certificate of Amendment of the Certificate of Incorporation of the Surviving Corporation on June 9th, 2005 and as in effect at the Effective Time shall be the Certificate of Incorporation of the Surviving Corporation thereafter, unless and until changed, altered or amended as therein provided and in the manner prescribed by the laws of the State of Delaware.

TENTH: The By-Laws of the Surviving Corporation in effect at the Effective Time shall be the By-Laws of the Surviving Corporation thereafter, unless and until amended in accordance with applicable law.

ELEVENTH: The officers and directors of the Surviving Corporation at the Effective Time shall be the officers and directors of the Surviving Corporation thereafter, until their respective successors are duly elected and qualified.

TWELFTH: The Certificate of Merger complies and were executed in accordance with the laws of each of the Company's and the Surviving Corporation's applicable jurisdiction.

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