

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/26/2007
CONVEYING PARTY DATA	
Name	Execution Date
Envisionier Medical Technologies, LLC	07/26/2007
RECEIVING PARTY DATA	
Name:	Envisionier Medical Technologies, Inc.
Street Address:	155 Gibbs Street, Suite 413
City:	Rockville
State/Country:	MARYLAND
Postal Code:	20850
PROPERTY NUMBERS Total: 4	
Property Type	Number
Application Number:	60639451
Application Number:	29247639
Application Number:	11768965
PCT Number:	US0547281
CORRESPONDENCE DATA	
Fax Number:	(312)551-1101
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	312/551-8300
Email:	ipdocket@pfs-law.com
Correspondent Name:	Jordan Herzog
Address Line 1:	150 S. Wacker Drive, Suite 1500
Address Line 4:	Chicago, ILLINOIS 60606
ATTORNEY DOCKET NUMBER:	4335 -002 -003 -004 -009
NAME OF SUBMITTER:	Jordan Herzog

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REEL: 021409 FRAME: 0680

Total Attachments: 4

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ARTICLES OF MERGER

MERGING

ENVISIONIER MEDICAL TECHNOLOGIES, LLC,
a Maryland Limited Liability Company

WITH AND INTO

ENVISIONIER MEDICAL TECHNOLOGIES, INC.,
a Delaware Corporation

Envisionier Medical Technologies, LLC, a Maryland limited liability company (the "Merging LLC") and Envisionier Medical Technologies, Inc., a Delaware corporation (the "Surviving Corporation"), hereby certify that:

FIRST: The Merging LLC and the Surviving Corporation agree that the Merging LLC shall be merged with and into the Surviving Corporation.

SECOND: The name and place of organization of each party to these Articles of Merger are: Envisionier Medical Technologies, LLC, a Maryland limited liability company, and Envisionier Medical Technologies, Inc., a Delaware corporation. The Surviving Corporation shall survive the merger and shall continue as a corporation under the laws of the State of Delaware.

THIRD: The Surviving Corporation was incorporated under the General Corporation Law of the State of Delaware on July 20, 2007. The Surviving Corporation qualified to transact business as a foreign corporation in the State of Maryland on July 24, 2007.

FOURTH: The principal office of each of the Merging LLC and the Surviving Corporation in the State of Maryland is located in Rockville. The Merging LLC owns no interest in land in the State of Maryland.

FIFTH: The address of the Surviving Corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, County of New Castle, Delaware 19808. The name and address of the resident agent of the Surviving Corporation in the State of Maryland are: Patrick Melder, 9700 Great Seneca Hwy, Rockville, Maryland 20850

SIXTH: The terms and conditions of the merger described in these Articles of Merger (the "Merger") were advised, authorized, and approved by the Merging LLC in the manner and by the vote required by its Articles of Organization, Operating Agreement and the laws of the State of Maryland. The manner of approval was as follows:

The manager and members of the Merging LLC, by written consent dated July 26, 2007, adopted a resolution authorizing and approving the Merger.

SEVENTH: The terms and conditions of the Merger were duly advised, authorized and approved by the Surviving Corporation in the manner and by the vote required by its Certificate of Incorporation and the laws of the State of Delaware. The manner of approval was as follows:

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NOTARIAL PUBLIC
JOHN J. HARRIS
JUL 27 2007
ROCKVILLE, MD

The Board of Directors of the Surviving Corporation, by written consent dated July 26, 2007, adopted a resolution authorizing and approving the Merger.

EIGHTH: The Certificate of Incorporation of the Surviving Corporation will not be amended as a result of the Merger.

NINTH: The total number of shares of capital stock of all classes that the Surviving Corporation has authority to issue is 8,000,000 shares of common stock, par value \$0.001 per share (the "Surviving Corporation Common Stock") 2,000,000 shares of Preferred Stock, par value \$0.001 per share (the "Surviving Corporation Preferred Stock"). The aggregate par value of all authorized shares of capital stock having a par value is Ten Thousand Dollars (\$10,000.00).

TENTH: The membership interests of the Merging LLC are divided into classes.

ELEVENTH: The manner and basis of converting or exchanging outstanding Common and Preferred units of membership interests of the Merging LLC into Surviving Corporation Common Stock and Preferred Stock, are as follows:

(a) At the Effective Time (as defined below) other than membership interests held by a "Dissenting Member" as defined in MLLCA Section 17601(c), (i) all of the outstanding common units of Merging LLC shall be converted into shares of Surviving Corporation Common Stock, (ii) each holder of an outstanding common unit of membership interest in the Merging LLC shall, by virtue of the Merger and without any further action by the Surviving Corporation or such holder, receive one share (rounded to the nearest whole share) of Surviving Corporation Common Stock in exchange for each common unit of membership interest in the Merging LLC held by such holder, (iii) all of the outstanding preferred units of Merging LLC shall be converted into shares of Surviving Corporation Preferred Stock, and (iv) each holder of an outstanding preferred unit of membership interest in the Merging LLC shall, by virtue of the Merger and without any further action by the Surviving Corporation or such holder, receive one share (rounded to the nearest whole share) of Surviving Corporation Preferred Stock in exchange for each preferred unit of membership interest in the Merging LLC held by such holder. As a result, at the Effective Time, the issued and outstanding Surviving Corporation Common and Preferred Stock shall be owned as illustrated at Exhibit A.

(b) Promptly after the Effective Time, the Surviving Corporation shall issue and deliver to each member of the Merging LLC at the Effective Time a certificate or certificates representing shares of Surviving Corporation Common Stock or Surviving Corporation Preferred Stock to which such person is entitled to received pursuant to (a) above.

(c) The "Effective Time" means the later of such time as (i) the Certificate of Merger is duly filed with the Secretary of State of the State of Delaware, or (ii) Articles of Merger are duly filed with the State Department of Assessment and Taxation of Maryland.

TWELFTH: At the Effective Time, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations, and other assets of every kind, nature, and description of the Merging LLC shall be transferred to, vested in, and devolved upon the Surviving Corporation without further act or deed, and all property, rights, and every other interest of the Merging LLC

and the Surviving Corporation shall be as effectively the property of the Surviving Corporation as they were of the Merging LLC and the Surviving Corporation, respectively. All rights of creditors of the Merging LLC and all liens upon any property of the Merging LLC shall be preserved unimpaired, and all debts, liabilities and duties of the Merging LLC shall attach to the Surviving Corporation and may be enforced against the Surviving Corporation to the same extent as if such debts, liabilities and duties had been incurred or contracted by the Surviving Corporation.

[Signature Page Follows]

IN WITNESS WHEREOF, each of the Merging LLC and Surviving Corporation has caused these Articles of Merger to be signed in its name and on its behalf on July 26, 2007.

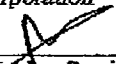
Merging LLC:

Envisionier Medical Technologies, LLC,
a Maryland Limited Liability Company


By: 
Patrick Meider, Manager

Surviving Corporation:

Envisionier Medical Technologies, Inc.,
a Delaware Corporation

By: 
Patrick Meider, President, CEO and Secretary

THE UNDERSIGNED, who executed on behalf of the Merging LLC the foregoing Articles of Merger of which this certificate is made a part, hereby acknowledges in the name and on behalf of the Merging LLC the foregoing Articles of Merger to be the corporate act of the Merging LLC and hereby certifies that to the best of his knowledge, information and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.


Patrick Meider, Manager

THE UNDERSIGNED, who executed on behalf of the Surviving Corporation the foregoing Articles of Merger of which this certificate is made a part, hereby acknowledges in the name and on behalf of the Surviving Corporation the foregoing Articles of Merger to be the act of the Surviving Corporation, and hereby certifies that to the best of his knowledge, information and belief the matters and facts set forth therein with respect to the authorization and approval thereof are true in all material respects under the penalties of perjury.


Patrick Meider, President, CEO and Secretary