

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNMENT
CONVEYING PARTY DATA	
Name	Execution Date
Flakeboard Technologies Company Limited	12/22/2008
RECEIVING PARTY DATA	
Name:	Flakeboard Company Limited
Street Address:	80 Tiverton Court
Internal Address:	Suite 701
City:	Markham, Ontario
State/Country:	CANADA
Postal Code:	L3R 0G4
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	7094309
CORRESPONDENCE DATA	
Fax Number:	(416)862-7661
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	4168624318
Email:	grant.tisdall@gowlings.com
Correspondent Name:	Gowling Lafleur Henderson LLP
Address Line 1:	100 King Street West
Address Line 2:	Suite 1600, 1 First Canadian Place
Address Line 4:	Toronto, Ontario, CANADA M5X1G5
ATTORNEY DOCKET NUMBER:	T8471150US
NAME OF SUBMITTER:	Grant Tisdall
Total Attachments: 7	
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RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)

Flakeboard Technologies Company Limited
Flakeboard Company Limited

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance/Execution Date(s):

Execution Date(s) December 22, 2008

- ☐ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Joint Research Agreement
☐ Government Interest Assignment
☐ Executive Order 9424, Confirmatory License
☒ Other Articles of Amalgamation

2. Name and address of receiving party(ies)

Name: Flakeboard Company Limited

Internal Address: _____

Street Address: 80 Tiverton Court

Suite 701

City: Markham

State: Ontario

Country: Canada Zip: L3R 0G4

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

4. Application or patent number(s):

☐ This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

7,094,309

Additional numbers attached? ☐ Yes ☒ No

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

Name: Grant Tisdall

Internal Address: Suite 1600

1 First Canadian Place

Street Address: 100 King Street West

City: Toronto

State: Ontario Zip: M5X 1G5

Phone Number: (416) 862-4318

Fax Number: (416) 862-7661

Email Address: grant.tisdall@gowlings.com

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- ☒ Authorized to be charged to deposit account
☐ Enclosed
☐ None required (government interest not affecting title)

8. Payment Information

Deposit Account Number 07-1750

Authorized User Name Gowling Lafleur Henderson

9. Signature:


Signature

March 6
February 25, 2009
Date

Grant Tisdall

Name of Person Signing

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

7



CANADA
PROVINCE OF NEW BRUNSWICK
BUSINESS CORPORATIONS ACT

CANADA
PROVINCE DU NOUVEAU-BRUNSWICK
LOI SUR LES CORPORATIONS
COMMERCIALES

CERTIFICATE OF AMALGAMATION
(SECTION 124)

CERTIFICAT DE FUSION
(ARTICLE 124)

Flakeboard Company Limited

Name of Corporation / Raison sociale de la corporation

642064

Corporation Number / Numéro de la corporation

I HEREBY CERTIFY that the above-mentioned corporation resulted from the amalgamation of the following corporations under the Business Corporations Act, as set out in the attached Articles of Amalgamation.

JE CERTIFIE que la corporation mentionnée ci-dessus provient de la fusion des corporations suivantes, en vertu de la Loi sur les corporations commerciales, de la façon indiquée dans les statuts de fusion ci-joints.

Director – Directeur

December 29, 2008 – le 29 décembre 2008

Date of Amalgamation – Date de fusion



**BUSINESS CORPORATIONS ACT
FORM 6
ARTICLES OF AMALGAMATION
(SECTION 124)**

**LOI SUR LES CORPORATIONS COMMERCIALES
FORMULE 6
STATUTS DE FUSION
(ARTICLE 124)**

1 - Name of Corporation:

Flakeboard Company Limited

Raison sociale de la corporation:

2 - The classes and any maximum number of shares that the corporation is authorized to issue and any maximum aggregate amount for which shares may be issued including shares without par value and/or with par value and the amount of the par value:

Les catégories et le nombre maximal d'actions que la corporation peut émettre ainsi que le montant maximal global pour lequel les actions peuvent être émises y compris les actions sans valeur au pair ou avec valeur au pair ou les deux et le montant de la valeur au pair:

Unlimited number of Class C, D, E, F, G, H, I, J, K, and L Common Shares, having no par value, subject to the rights, privileges and restrictions set forth in Schedule "A".

3 - Restrictions, if any, on share transfers:

Restrictions, s'il y en a, au transfert d'actions:

Such restrictions on the transfer of shares of the Corporation as provided for in the Unanimous Shareholders' Agreement with respect to the Corporation.

4 - Number (or minimum and maximum number) of directors:

Nombre (ou nombre minimum et maximum) des administrateurs:

Minimum of 1, maximum of 15.

5 - Restrictions, if any, on business the corporation may carry on:

Restrictions, s'il y en a, à l'activité que peut exercer la corporation:

None

6 - Other provisions, if any:

Autres dispositions, s'il y en a:

None

7 (a) - The amalgamation has been approved by special resolutions of shareholders of each of the amalgamating corporations listed in Item 9 below in accordance with Section 122 of the *Business Corporations Act*.



a) - La fusion a été approuvée par les résolutions spéciales des actionnaires de chacune des corporations fusionnantes mentionnées à l'article 9 ci-dessous, conformément à l'article 122 de la *Loi sur les corporations commerciales*.



(b) - The amalgamation has been approved by a resolution of the directors of each of the amalgamating corporations listed in Item 9 below in accordance with Section 123 of the *Business Corporations Act*. These Articles of Amalgamation are the same as the Articles of Incorporation of (name the designated amalgamating corporation):



b) - La fusion a été approuvée par une résolution des administrateurs de chacune des corporations fusionnantes mentionnées à l'article 9 ci-dessous, conformément à l'article 123 de la *Loi sur les corporations commerciales*. Ces statuts de fusion sont les mêmes que les statuts constitutifs de (raison sociale de la corporation fusionnante désignée):



Flakeboard Company Limited

8 - Name of the amalgamating corporation the by-laws of which are to be the by-laws of the amalgamated corporation:

Raison sociale de la corporation fusionnante dont les règlements administratifs sont devenus les règlements administratifs de la corporation issue de la fusion:

Flakeboard Company Limited

9 - Name of Amalgamating Corporations Raison sociale des corporations fusionnantes	Corporation No. N°. de corporation	Signature	Date	Description of Office Fonction
Flakeboard Technologies Company Limited	626540		Dec 22, 08	Vice-President, Finance
Flakeboard Company Limited	622855		Dec 22, 08	Vice-President, Finance

FOR DEPARTMENT USE ONLY

RÉSERVÉ À L'USAGE DU MINISTÈRE

Corporation No. - N°. de corporation

Filed - Déposé

642064

FILED / DÉPOSÉ 2008 - 12 - 29

SN0262 + SN0307 / 45-4107 (06/08)

SCHEDULE "A"

The rights, privileges and restrictions for all classes of shares of the Corporation are as follows:

VOTING:

1. Each holder of Class C, D, E, F, G, H, I, J, K and L Common Shares, shall be entitled to receive notice of and to attend all meetings of shareholders of the Corporation, except meetings at which only holders of other classes or series of shares are entitled to attend, and at all such meetings the holders thereof shall be entitled to one vote in respect of each common share, regardless of class, held by such holder.

DIVIDENDS:

2. Subject to paragraph 3 hereof, in the discretion of the Board of Directors of the Corporation, dividends may be declared on any class of shares to the exclusion of any other class of shares, any combination of classes of such shares, or all classes of such shares in such amounts, which may differ from class to class, as the Board of Directors may determine.

SPECIAL DIVIDENDS:

3. On January 1, 2011 (the "Payment Date"), the Corporation shall declare and pay to the holders of the Class K and L Common Shares a dividend in the aggregate amount of US \$3,000,000.00 (the "Original Class K and L Dividend") unless the declaration and payment:

- (a) is prohibited by law;
- (b) would result in a breach of the terms of any agreement between the Corporation and its lenders; or
- (c) is not, as determined by a 66 2/3% vote of the Board of Directors of the Corporation, in the best financial interests of the Corporation,

(any such event being an "Excepting Event").

If the Original Class K and L Dividend is not declared and paid on the Payment Date for any reason whatsoever, the Corporation shall, as soon as no Excepting Event exists, declare and pay to the holders of the Class K and L Common Shares a dividend (the "Amended Class K and L Dividend") equal to US \$3,000,000.00 plus an amount equal to 10% of the Original Class K and L Dividend accrued and compounded quarterly from the Payment Date until the Amended Class K and L Dividend is paid in full.

The Original Class K and L Dividend or the Amended Class K and L Dividend, as the case may be, shall be allocated between the Class K and Class L Common Shares pro-

rata, based on the number of shares then outstanding in each of such two classes, relative to the total number of then outstanding shares in both such classes.

PARTICIPATION UPON LIQUIDATION:

4. Subject to the terms of any unanimous shareholders' agreement that may be in effect at the relevant time, in the event of the liquidation, dissolution or wind-up of the Corporation or other distribution of assets of the Corporation among the shareholders for the purpose of winding up its affairs, the holders of the Class C, D, E, F, G, H, I, J, K and L Common Shares shall be entitled to receive and share rateably in the remaining property of the Corporation.

FILED / DÉPOSÉ 2008 - 12 - 29

In The Matter Of the *Business Corporations Act* (New Brunswick) and the Articles of Amalgamation of

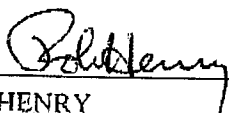
FLAKEBOARD COMPANY LIMITED
and
FLAKEBOARD TECHNOLOGIES COMPANY LIMITED

Statement

I, Robert Henry, working in the Town of Markham, in the Province of Ontario, make the following statement pursuant to section 124(2) of the Business Corporations Act.

1. I am the Vice-President, Finance of Flakeboard Technologies Company Limited, one of the amalgamating corporations (hereinafter called the "Corporation") and as such, have personal knowledge of the matters herein declared.
2. It is proposed that the Corporation amalgamate under the provisions of the *Business Corporations Act* (New Brunswick) with Flakeboard Company Limited, to form an amalgamated corporation (hereinafter referred to as the "Amalgamated Corporation") under the name "Flakeboard Company Limited".
3. I have conducted such examinations and have made such inquiries and investigations as are necessary to enable me to make this statement; and,
4. I have satisfied myself that there are reasonable grounds for believing that,
 - (a) the Corporation is, and the Amalgamated Corporation will be able to pay its liabilities as they become due;
 - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
 - (c) no creditor of the Corporation will be prejudiced by the amalgamation.

Dated this 22 day of December, 2008.



ROBERT HENRY

FILED / DÉPOSÉ 2008 - 1 2 - 2 9

In The Matter Of the *Business Corporations Act* (New Brunswick) and the Articles of Amalgamation of

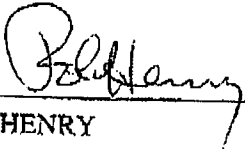
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 - (b) the realizable value of the Amalgamated Corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes; and
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Dated this 22 day of December, 2008.


ROBERT HENRY

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