

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	07/01/2003

**CONVEYING PARTY DATA**

Name	Execution Date
Healthcare Computer Corporation	06/27/2003

**RECEIVING PARTY DATA**

<b>Name:</b>	1-Rex, Inc.
<b>Street Address:</b>	3305 Scarborough Lane Court
<b>City:</b>	Colleyville
<b>State/Country:</b>	TEXAS
<b>Postal Code:</b>	76034

**PROPERTY NUMBERS Total: 1**

Property Type	Number
Patent Number:	6112182

**CORRESPONDENCE DATA**

Fax Number: (617)951-8736  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (617) 951-8685  
 Email: nicole.deane@bingham.com  
 Correspondent Name: Steven J. Russell  
 Address Line 1: Bingham McCutchen LLP  
 Address Line 2: 2020 K Street, NW  
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

<b>NAME OF SUBMITTER:</b>	Steven J .Russell/N.Deane
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Total Attachments: 12  
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**CH \$40.00 6112182**

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**PATENT  
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# Delaware

PAGE 1

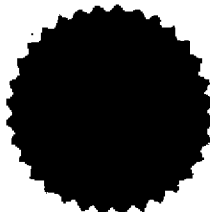
*The First State*

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:

"HEALTHCARE COMPUTER CORPORATION", A TEXAS CORPORATION,  
WITH AND INTO "1-REX, INC." UNDER THE NAME OF "1-REX, INC.",  
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2003, AT 8:37 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JULY, A.D. 2003, AT 12:01 O'CLOCK A.M.

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



3662589 8100N

030429037

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2502156

DATE: 06-30-03

JUL-01-2003 TUE 11:39 AM McDONALD SANDERS  
FROM CORPORATION TRUST 302-655-2480

FAX NO. 817 334 0271 P. 04  
(TUE) 7. 1'03 12:19/ST. 12:18/NO. 4862069557 P 3

JUN-27-2003 FRI 04:17 PM McDONALD SANDERS

FAX NO. 817 334 0271  
State of Delaware  
Secretary of State P. 05  
Division of Corporations  
Delivered 09:52 PM 06/27/2003  
FILED 08:37 PM 06/27/2003  
BY 030429037 - 3662369 FILE

## CERTIFICATE OF MERGER

OF

HEALTHCARE COMPUTER CORPORATION

WITH AND INTO

I-REX, INC.

(UNDER SECTION 352(C) OF THE DELAWARE GENERAL CORPORATION LAW)

**FIRST:** The name of the surviving corporation is I-Rex, Inc. ("I-Rex"), and the place of its organization is Delaware. The name and place of organization of the corporation being merged into the surviving corporation is Healthcare Computer Corporation ("HCC"), a corporation organized under the laws of the State of Texas.

**SECOND:** An Agreement of Merger (the "Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 of the Delaware General Corporation Law.

**THIRD:** The Articles of Incorporation of I-Rex shall be and remain the Articles of Incorporation of I-Rex.

**FOURTH:** The complete executed Agreement is on file at a place of business of I-Rex, located at 3305 Scarborough Lane Court, Colleyville, Texas 76034, and a copy of the Agreement will be furnished by I-Rex, on request and without cost, to any stockholder of either corporation which is a party to this merger.

**FIFTH:** The authorized capital stock of HCC, which is not a corporation of Delaware, is as follows: 10,000,000 shares, no par value.

**SIXTH:** The merger shall be effective at 12:01 a.m. on July 1, 2003.

P.04/05

CT CORPORATION

JUN-27-2003 12:12

JUL-01-2003 TUE 11:39 AM McDONALD SANDERS  
FROM CORPORATION TRUST 302-655-2480

FAX NO. 817 334 0271 P. 05  
(TUE) 7. 1'03 12:19/ST. 12:18/NO. 4862069557 P 4

TOTAL P. 05

Date: June 27, 2003

**I-REX, INC., a Delaware corporation**

By: William Rex Akers Pres  
William Rex Akers, President

**HEALTHCARE COMPUTER CORPORATION**

By: William Rex Akers Pres.  
William Rex Akers, President

P. 05/05

CT Corporation

JUN-27-2003 17:12



## Office of the Secretary of State

### CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached articles of merger of

**HEALTHCARE COMPUTER CORPORATION**  
Domestic Business Corporation  
[Filing Number: 114496900]

Into

**1-REX, INC.**  
Foreign Business Corporation  
DE, USA  
[Entity not of Record, Filing Number Not Available]

have been filed in this office as of the date of this certificate.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate of merger.

Dated:06/30/2003

Effective:07/01/2003



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea  
Secretary of State

ARTICLES OF MERGER

OF

HEALTHCARE COMPUTER CORPORATION

WITH AND INTO

1-REX, INC.

FILED  
In the Office of the  
Secretary of State of Texas

JUN 30 2003

Corporations Section

(UNDER ARTICLE 5.04 OF THE TEXAS BUSINESS CORPORATION ACT)

**FIRST:** The name of the surviving corporation is 1-Rex, Inc., and the place of its organization is Delaware ("1-REX" or "Surviving Corporation"). The name and place of organization of the corporation being merged into the Surviving Corporation is Healthcare Computer Corporation, a corporation organized under the laws of the State of Texas ("HCC").

**SECOND:** A Plan of Merger (the "Plan") has been approved and adopted by the unanimous written consent of the boards of directors of both 1-REX and HCC.

**THIRD:** The Articles of Incorporation of the Surviving Corporation, as existing on the effective date of the merger, will continue in full force until amended as provided in such Articles of Incorporation or the Bylaws of the Surviving Corporation, and no amendments are desired to be effected to such Articles of Incorporation by this merger.

**FOURTH:** The Plan was approved by the shareholders of 1-REX and HCC as follows: the designation, number of votes entitled to be cast for and against the plan, by the shareholders of 1-REX and HCC are as follows:

<u>Designation</u>	<u>Votes Entitled to be Cast</u>	<u>Votes For</u>	<u>Votes Against</u>
1-REX, common stock \$1.00 par value	1,000	1,000	0
HCC, common stock no par value	1,000,000	1,000,000	0

**FIFTH:** The number of votes cast for the Plan by the shareholders of 1-REX was sufficient for approval by the shareholders thereof.

**SIXTH:** The number of votes cast for the Plan by the shareholders of HCC was sufficient for approval by the shareholders thereof.

**SEVENTH:** The complete executed Plan is on file at the principal place of business of 1-REX, located at 3305 Scarborough Lane Court, Colleyville, Texas 76034, and a copy of the Plan will be furnished by 1-REX on request and without cost to any shareholder of either corporation which is a party to this merger.

**EIGHTH:** As to 1-REX, the Plan and the performance of its terms were duly authorized by all action required by the laws of the State of Delaware, under which it was incorporated and organized and by its constituent documents.

**NINTH:** As to HCC, the Plan and the performance of its terms were duly authorized by all action required by the laws of the State of Texas, under which it was incorporated and organized and by its constituent documents.

**TENTH:** The merger shall be effective at 12:01 a.m. on July 1, 2003.

Dated: June 27, 2003.

***1-REX, INC., a Delaware corporation***

By: William Rex Akers Pres  
William Rex Akers, President

***HEALTHCARE COMPUTER CORPORATION,  
a Texas corporation***

By: William Rex Akers Pres.  
William Rex Akers, President



**AGREEMENT AND PLAN OF MERGER**  
**OF**  
**HEALTHCARE COMPUTER CORPORATION**  
**WITH AND INTO**  
**1-REX, INC.**

***THIS AGREEMENT AND PLAN OF MERGER*** (this "Agreement"), dated this 27<sup>th</sup> day of June 2003, is made between 1-Rex, Inc., a Delaware corporation ("1-Rex" or the "Surviving Corporation"), and Healthcare Computer Corporation, a Texas corporation ("HCC").

***WHEREAS***, 1-Rex and HCC desire to merge HCC with and into 1-Rex.

***NOW THEREFORE***, the parties to this Agreement in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby agree as follows:

1. HCC shall be merged with and into 1-Rex. 1-Rex shall be the surviving corporation and shall be governed by the laws of the State of Delaware.
2. The manner of converting the outstanding shares of the capital stock of HCC into the shares or other securities of 1-Rex shall be as follows:

The holders of shares of HCC will surrender their shares to the secretary of 1-Rex, promptly after the effective date, in exchange for shares of 1-Rex, to which they are entitled under this Plan. The shareholders of HCC will be entitled to receive one share of common stock of 1-Rex, for each 1000 shares of common stock of HCC.

3. The further terms and conditions of the merger are as follows:
  - (a) The Articles of Incorporation of 1-Rex, as in effect on the effective date of the merger, shall otherwise continue in full force and effect as the Articles of Incorporation of the Surviving Corporation.
  - (b) The Bylaws of 1-Rex, as in effect on the effective date of the merger, shall be and remain the Bylaws of the surviving corporation.
  - (c) This merger shall be come effective as of 12:01 a.m. on July 1, 2003.

- (d) Upon the merger becoming effective, the separate existence of HCC shall cease and be merged with and into 1-Rex, possessing all the rights, privileges, powers and franchises of a public, as well as of a private, nature and being subject to all the restrictions, disabilities and duties of each of such corporations so merged; and all and singular, the rights, privileges, powers and franchises of each of said corporations, and all property, real, personal and mixed, and all debts due to any of each of them on whatever account, as well for stock subscriptions as all other things in action or belonging to each of such corporations shall be vested in 1-Rex, and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of 1-Rex, as they were of HCC and 1-Rex, and the title to any real estate vested by deed or otherwise in HCC and 1-Rex, or either of them, shall not revert or be in any way impaired by reason of this Agreement; but all rights of creditors and all liens upon any property of the parties hereto shall be preserved unimpaired, and all debts, liabilities and duties of HCC and 1-Rex shall thenceforth attach to 1-Rex, and may be enforced against it to the same extent as if said debts, liabilities and duties had been incurred or contracted by it.
4. This Agreement and the merger contemplated hereby are subject to approval by the requisite vote of the shareholders of HCC and 1-Rex in accordance with the Texas Business Corporation Act and the Delaware General Corporation Law. As promptly as practicable after approval of this Agreement by the shareholders, the duly authorized officers of the respective corporations shall make and execute Articles of Merger and shall cause such Articles of Merger to be filed with the Secretaries of State of Delaware and Texas, in accordance with the Delaware General Corporation Law and the Texas Business Corporation Act.
5. This Agreement may be amended by the Board of Directors of HCC and 1-Rex at any time prior to the effective date of the merger, provided that an amendment made subsequent to the adoption of this Agreement by the shareholders of any constituent corporation shall not (i) alter or change the amount or kind of shares, securities, cash, property, and/or rights to be received in exchange for or on conversion of all or any of the shares of 1-Rex or HCC, (ii) alter or change any term of the Articles of Incorporation of 1-Rex or (iii) alter or change any of the terms and conditions of this Agreement if such alteration or change would adversely affect the stockholders of HCC or 1-Rex.
6. Anything herein or elsewhere to the contrary notwithstanding, this Agreement may be terminated and abandoned by the Board of Directors of HCC or 1-Rex at any time prior to the effective date of the merger.

**IN WITNESS WHEREOF**, the parties have caused this Agreement to be executed on the date first above written.

***1-REX, INC., a Delaware corporation***

By: William Rex Akers Pres.  
William Rex Akers, President

***HEALTHCARE COMPUTER CORPORATION***

By: William Rex Akers Pres.  
William Rex Akers, President

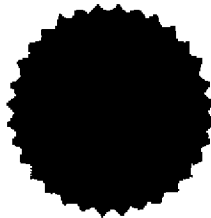
# Delaware

PAGE 1

*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 INCORPORATION OF "1-REX, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MAY, A.D. 2003, AT 2:16 O'CLOCK P.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3662589 8100

AUTHENTICATION: 2437219

030343179

DATE: 05-27-03

PATENT  
REEL: 026871 FRAME: 0698

FAX NO. 91 12 <sup>State of Delaware</sup> ~~Delaware State~~ P. 03  
Division of Corporations  
Delivered 02:21 PM 05/27/2003  
FILED 02:16 PM 05/27/2003  
SRV 030343170 - 3462588 FILE

**STATE of DELAWARE  
CERTIFICATE of INCORPORATION  
A STOCK CORPORATION**

- **First:** The name of this Corporation is 1-Rex, Inc.
- **Second:** its registered office in the State of Delaware is to be located at 1209 Orange Street, in the City of Wilmington, County of New Castle, Delaware 19801. The registered agent in charge thereof is The Corporation Trust Company.
- **Third:** The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- **Fourth:** The amount of the total authorized capital stock of this corporation is THREE THOUSAND DOLLARS (\$3,000.00) divided into 3,000 shares of ONE DOLLAR (\$1.00) each.
- **Fifth:** The name and mailing address of the incorporator are as follows:  

Nicholas S. Pappas  
306 W. 7<sup>th</sup> Street, Suite 701  
Fort Worth, Texas 76102
- **Sixth:** The business and affairs of the corporation shall be managed by the Board of Directors, and the Directors need not be elected by written ballot.
- **Seventh:** The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation. The names and addresses of the person(s) to serve as director(s) until the first annual meeting of Stockholders or until their successor(s) are elected and qualified are as follows:  

William Rex Akers  
3305 Scarborough Lane Court  
Colleyville, Texas 76034
- **Eighth:** In furtherance and not in limitation of the powers conferred by the laws of the State of Delaware, the Board of Directors is expressly authorized to adopt, amend or repeal the Bylaws of 1-Rex, Inc.
- **Ninth:** The corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws

of the State of Delaware. All rights herein conferred are granted subject to this reservation.

- Tenth: A director of the corporation is not liable to the corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. However, this provision does not eliminate or limit the liability of a director for:
  - (1) a breach of a director's duty of loyalty to the corporation or its stockholders;
  - (2) an act or omission not in good faith or which involves intentional misconduct or a knowing violation of the law;
  - (3) liability as provided by Del. Code Ann. Tit. 8, Sec. 174; or
  - (4) a transaction from which a director derived an improper personal benefit.
- Eleventh: The sale and issue of the stock of the corporation shall be accomplished in such a manner that qualified shareholders may receive the benefits of § 351 and of § 1244 of the Internal Revenue Code of 1986, as amended, if applicable.
- I, The Undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 21<sup>st</sup> day of May, A.D. 2003.

BY: Nicholas S. Pappas  
Nicholas S. Pappas, Incorporator

STATE OF TEXAS

COUNTY OF TARRANT

Before me on this day personally appeared Nicholas S. Pappas, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that he executed the same as his free act and deed and for the purposes and consideration therein expressed, and that the facts therein stated are true and correct.



Tracy Pollian  
Notary Public, State of Texas  
My Commission Expires: 2-13-04