

# PATENT ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
Name	Execution Date
MEDICAL MODELING, LLC	10/01/2007
<b>RECEIVING PARTY DATA</b>	
Name:	MEDICAL MODELING INC.
Street Address:	17301 West Colfax Avenue
Internal Address:	Suite 300
City:	Golden
State/Country:	COLORADO
Postal Code:	80401
<b>PROPERTY NUMBERS Total: 1</b>	
Property Type	Number
Application Number:	10957498
<b>CORRESPONDENCE DATA</b>	
Fax Number:	(303)607-3600
Phone:	(303) 607-3500
Email:	ammiller@faegre.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	Benjamin S. Fernandez
Address Line 1:	1700 Lincoln Street
Address Line 2:	Suite 3200
Address Line 4:	Denver, COLORADO 80203
ATTORNEY DOCKET NUMBER:	309570
NAME OF SUBMITTER:	Benjamin S. Fernandez
Total Attachments: 9 source=309570_Conversion_Name_Change#page1.tif	

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**PATENT**  
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## Combined Statement of Conversion and Articles of Incorporation for a Profit Corporation

filed pursuant to § 7-90-201, 7-102-101 and § 7-102-102 of the Colorado Revised Statutes (C.R.S.)

### Statement of Conversion

1. For the converting entity, its entity name or true name, ID number (if applicable), form of entity, the jurisdiction under the law of which it is formed, and the principal office address of its principal office are

Entity name or true name of  
the converting entity

Medical Modeling, LLC

ID number (if applicable)

20001092904

(Colorado Secretary of State ID number)

Form of the entity

Limited Liability Company

Jurisdiction where formed

Colorado

Principal office street address

17301 W Colfax Ave

(Street number and name)

Suite 300

Golden

(City)

CO

(State)

80401

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

Principal office mailing address  
(leave blank if same as above)

(Street number and name or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

2. The converting entity has been converted into the resulting entity identified below.
3. For the resulting entity, its entity name, form of entity, the jurisdiction under the law of which it is formed, and the principal office address of its principal office are

Entity name of the  
resulting entity

Medical Modeling Inc.

*(The name of a corporation must contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", inc.", "co." or "ltd.". §7-90-601, C.R.S. If the corporation is a professional or special purpose corporation, other law may apply.)*

*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

Form of the entity

domestic profit corporation

Jurisdiction where formed

Colorado

Principal office street address

17301 W Colfax Ave

*(Street number and name)*

Suite 300

Golden

CO

80401

*(City)*

*(State)*

*(Postal/Zip Code)*

*(Province – if applicable)*

*(Country – if not US)*

Principal office mailing address  
(leave blank if same as above)

*(Street number and name or Post Office Box information)*

*(City)*

*(State)*

*(Postal/Zip Code)*

*(Province – if applicable)*

*(Country – if not US)*

*(If the following statement applies, adopt the statement by marking the box.)*

- ☒ The mailing address in the records of the Secretary of State is no longer different than the street address and is no longer required.

### Articles of Incorporation for a Profit Corporation

1. The entity name is

Medical Modeling Inc.

**+**

*(The name of a corporation must contain the term or abbreviation "corporation", "incorporated", "company", "limited", "corp.", inc.", "co." or "ltd.". §7-90-601, C.R.S. If the corporation is a professional or special purpose corporation, other law may apply.)*

*(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)*

2. The principal office address of the initial principal office is

Street address

17301 W Colfax Ave

**+**

*(Street number and name)*

Suite 300

**+**

Golden

**+**

CO

80401

**+**

*(City)*

*(State)*

*(Postal/Zip Code)*

*(Province – if applicable)*

*(Country – if not US)*

Mailing address  
(leave blank if same as street address)

\_\_\_\_\_  
(Street number and name or Post Office Box information)  
\_\_\_\_\_  
(City) (State) (Postal/Zip Code)  
\_\_\_\_\_  
(Province - if applicable) (Country - if not US)

3. The registered agent name and registered agent address of the initial registered agent are

Name  
(if an individual) Panasci Ernest J Esq  
(Last) (First) (Middle) (Suffix)

OR

(if an entity)  
(Caution: Do not provide both an individual and an entity name.)

The person appointed as registered agent above has consented to being so appointed.

Street address Jones & Keller, PC  
(Street number and name)  
4600 South Ulster Street, Suite 880  
Denver CO 80237  
(City) (State) (Postal/Zip Code)

Mailing address  
(leave blank if same as street address)  
\_\_\_\_\_  
(Street number and name or Post Office Box information)  
\_\_\_\_\_  
(City) CO (State) (Postal/Zip Code)

4. The true name and mailing address of the incorporator are

Name  
(if an individual) Panasci Ernest J Esq  
(Last) (First) (Middle) (Suffix)

OR

(if an entity)  
(Caution: Do not provide both an individual and an entity name.)

Mailing address Jones & Keller, PC  
(Street number and name or Post Office Box information)  
4600 S Ulster Street, Suite 880  
Denver CO 80237  
(City) (State) (Postal/Zip Code)  
\_\_\_\_\_  
(Province - if applicable) (Country - if not US)

☐ (If the following statement applies, adopt the statement by marking the box and include an attachment.)  
This document contains the name and address of one or more additional incorporators.

5. The classes of shares and number of shares of each class that the corporation is authorized to issue are as follows.

*(If the following statement applies, adopt the statement by marking the box and enter the number of shares.)*

- ☒ The corporation is authorized to issue 20,000,000 common shares that shall have unlimited voting rights and are entitled to receive the net assets of the corporation upon dissolution.

*(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

- ☒ Additional information as required by section 7-106-101 is included in an attachment.

**(Caution:** At least one box must be marked. Both boxes may be marked, if applicable.)

6. *(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

- ☒ This document contains additional information as provided by law.

7. **(Caution:** Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

*(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)*

The delayed effective date and, if applicable, time of this document is/are 10/01/2007; 12:01 a.m.  
*(mm/dd/yyyy hour:minute am/pm)*

**Notice:**

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing the document to be delivered for filing are

Panasci	Ernest	J	Esq'
<i>(Last)</i>	<i>(First)</i>	<i>(Middle)</i>	<i>(Suffix)</i>
Jones & Keller, P.C.			
<i>(Street number and name or Post Office Box information)</i>			
4600 S. Ulster St., Ste 880			
Denver	CO	80237	
<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>	
<i>(Province – if applicable)</i>		<i>(Country – if not US)</i>	

*(If the following statement applies, adopt the statement by marking the box and include an attachment.)*

- ☒ This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

**Disclaimer:**

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

**ARTICLES OF INCORPORATION**  
**OF**  
**MEDICAL MODELING INC.**

The undersigned natural person, being more than eighteen years of age, hereby establishes a corporation pursuant to the statutes of Colorado and adopts the following articles of incorporation:

**ARTICLE I**

**Name**

The name of the Corporation is Medical Modeling Inc.

**ARTICLE II**

**Period of Duration**

The Corporation shall exist in perpetuity, from the date of filing these Articles of Incorporation with the Secretary of State of the State of Colorado, unless dissolved according to law.

**ARTICLE III**

**Purposes**

The purposes for which the Corporation is organized are as follows:

1. To engage in all lawful business; and
2. To have, enjoy, and exercise all of the rights, powers, and privileges conferred upon corporations incorporated pursuant to Colorado law, whether now or hereafter in effect, and whether or not herein specifically mentioned.

The foregoing enumeration of purposes and powers shall not limit or restrict in any manner the transaction of other business, the pursuit of other purposes, or the exercise of other and further rights and powers that may now or hereafter be permitted or provided by law.

## **ARTICLE IV**

### **Offices**

A. The street address of the registered office of the Corporation is c/o Jones & Keller, P.C., 4600 South Ulster Street, Suite 880, Denver, Colorado 80237 and the name of the registered agent at that address is Ernest J. Panasci. Said registered agent is an individual actually residing in this State.

B. The current address of the Corporation's principal office is 17301 West Colfax Avenue, Suite 300, Golden, Colorado 80401.

## **ARTICLE V**

### **Capital; Shareholders**

5.1 Authorized Capital. The Corporation is authorized to issue 21,000,000 shares of which 20,000,000 shares shall be Common Stock and 1,000,000 shares shall be Preferred Stock.

5.2 Common Stock. The Common Stock of the Corporation shall possess all such rights and privileges as are afforded to capital stock by applicable law in the absence of any express grant of rights or privileges in these Articles of Incorporation, including, but not limited to, the following rights and privileges:

(i) each holder of Common Stock of record entitled to vote shall have one vote for each share of stock standing in his name on the books of the Corporation; and

(ii) dividends may be declared and paid or set apart for payment upon the Common Stock out of any assets or funds of the Corporation legally available for the payment of dividends.

5.3 Preferred Stock. Prior to the issuance of any Preferred Stock, the designations and the preferences, conversion and other rights, voting powers, restrictions, limitations as to distributions, qualifications and terms and conditions of redemption of such Preferred Stock shall be, from time to time, determined by the Board of Directors and set forth in resolutions adopted by the Board of Directors and in Articles of Amendment to the Articles of Incorporation filed as required by law.

## **ARTICLE VI**

### **Cumulative Voting**

Cumulative voting shall not be allowed in the election of directors or for any other purpose.



## **ARTICLE VII**

### **Preemptive Rights**

No shareholder of the Corporation shall have any preemptive or similar right to acquire or subscribe for any additional unissued or treasury shares of stock, or other securities of any class, or rights, warrants or options to purchase stock or scrip, or securities of any kind convertible into stock or carrying stock purchase warrants or privileges.

## **ARTICLE VIII**

### **Quorum of Shareholders**

A quorum at any meeting of shareholders of the Corporation shall consist of a majority of the shares entitled to vote, represented in person or by proxy.

## **ARTICLE IX**

### **Regular Shareholder Vote; Action Without A Meeting**

9.1 Majority. Unless a greater vote is required elsewhere in these Articles of Incorporation or by law, at any meeting of shareholders at which is present a quorum of shares entitled to vote, the affirmative vote of a majority of the shares present in person or by proxy shall be the act of the shareholders.

9.2 Action Without A Meeting. Any action required or permitted to be taken at a shareholders' meeting may be taken without a meeting if the shareholders holding shares of not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all of the shares entitled to vote thereon were present and voted consent to such action in writing. In the event of such action taken with less than unanimous consent of all shareholders entitled to vote upon the action, the corporation shall give notice of such action taken to all shareholders who were entitled to vote upon the action but who have not consented to the action in writing in the absence of a meeting. Such notice shall be accompanied by the same material, if any, that would have otherwise been required to be given to shareholders in or with a notice of the meeting at which the action would have been submitted to the shareholders.

## **ARTICLE X**

### **Right of Directors and Officers to Contract with Corporation**

It being the express purpose and intent of this Article to permit the Corporation to buy from, sell to, or otherwise deal with other corporations, firms, associations, or entities of which any or all of the directors and officers of the Corporation may be directors, officers, or members or in which any or all of them may have pecuniary interests, no contract or other transaction between the Corporation and one or more of its directors or officers or any other corporation, firm, association, or entity in which one or more of its directors or officers are directors or officers or are financially interested shall be either void or voidable solely because of such relationship or interest or solely because such directors are present at the meeting of the Board of Directors or a committee of the

Board which authorizes, approves, or ratifies such contract or transaction or solely because their votes are counted for such purpose if:

1. the material facts of such relationship or interest are disclosed or known to the Board of Directors or committee which authorizes, approves, or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or

2. the material facts of such relationship or interest are disclosed or known to the shareholders entitled to vote and they authorize, approve, or ratify such contract or transaction by vote or written consent; or

3. the contract or transaction is fair and reasonable to the Corporation.

Furthermore, common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee of the Board which authorizes, approves, or ratifies such contract or transaction.

## **ARTICLE XI**

### **Indemnification**

The corporation shall indemnify, to the fullest extent permitted by law, any person who is or was a director, officer, agent, fiduciary, or employee of the corporation against any claim, liability, or expense arising against or incurred by such person as a result of actions reasonably taken by him at the direction of the corporation. The corporation shall further have the authority to the fullest extent permitted by law to indemnify its directors, officers, agents, fiduciaries, and employees against any claim, liability, or expense arising against or incurred by them in all other circumstances and to maintain insurance providing such indemnification.

## **ARTICLE XII**

### **Limitation on Liability**

A director of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except that this provision shall not eliminate or limit the liability of a director to the corporation or to its shareholders for monetary damages otherwise existing for (i) any breach of the director's duty of loyalty to the corporation or its shareholders; (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (iii) acts specified in Section 7-108-403 of the Colorado Business Corporation Act; or (iv) any transaction from which the director directly or indirectly derived an improper personal benefit. If the Colorado Business Corporation Act is hereafter amended to eliminate or limit further the liability of a director, then, in addition to the elimination and limitation of liability provided by the preceding sentence, the liability of each director shall be eliminated or limited to the fullest extent required by the Colorado Business Corporation Act as so amended. Any repeal or modification of this Article XII shall not adversely

affect any right or protection of a director of the corporation under this Article XII, as in effect immediately prior to such repeal or modification, with respect to any liability that would have accrued, but for this Article XII, prior to such repeal or modification.

### **ARTICLE XIII**

#### **Incorporator**

The name and address of the incorporator are Ernest J. Panasci, Jones & Keller, P.C., 4600 South Ulster Street, Suite 880, Denver, Colorado 80237.

### **ARTICLE XIV**

#### **Directors**

The number of directors of the corporation shall be fixed by the bylaws. The following person shall serve as the corporation's initial board of directors until the first annual meeting of shareholders or until their successors are duly elected and qualified.

Andrew M. Christensen  
7079 S. Garrison Street  
Littleton, Colorado 80128

### **ARTICLE XV**

#### **Notices**

The name and mailing address of the individual who causes this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, is:

Ernest J. Panasci, Esq.  
Jones & Keller, P.C.  
4600 S. Ulster Street, Suite 880  
Denver, Colorado 80237