

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT								
NATURE OF CONVEYANCE:	MERGER								
EFFECTIVE DATE:	04/01/2013								
CONVEYING PARTY DATA									
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>MSM(N) Canada Inc.</td> <td>04/01/2013</td> </tr> </tbody> </table>		Name	Execution Date	MSM(N) Canada Inc.	04/01/2013				
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MSM(N) Canada Inc.	04/01/2013								
RECEIVING PARTY DATA									
Name:	MSSC Canada Inc.								
Street Address:	181 Bay Street, Suite 4400								
City:	Toronto								
State/Country:	CANADA								
Postal Code:	M5J 2T3								
PROPERTY NUMBERS Total: 3									
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> </tr> </thead> <tbody> <tr> <td>Patent Number:</td> <td>6874214</td> </tr> <tr> <td>Patent Number:</td> <td>6533301</td> </tr> <tr> <td>Patent Number:</td> <td>6869091</td> </tr> </tbody> </table>		Property Type	Number	Patent Number:	6874214	Patent Number:	6533301	Patent Number:	6869091
Property Type	Number								
Patent Number:	6874214								
Patent Number:	6533301								
Patent Number:	6869091								
CORRESPONDENCE DATA									
Fax Number:	4168657048								
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>									
Email:	sharon.groom@mcmillan.ca								
Correspondent Name:	McMillan LLP								
Address Line 1:	181 Bay Street, Suite 4400								
Address Line 4:	Toronto, CANADA M5J 2T3								
NAME OF SUBMITTER:	Sharon Groom								
Signature:	/sg/								
Date:	04/15/2013								

OP \$120.00 6874214

Total Attachments: 13

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4. The Director(s) are: (continued from page 1)

First name, middle names and surname	Address for service, giving Street & No. or R.R. No., Municipality, Province, Country and Postal Code	Resident Canadian State "Yes" or "No"
Motoyuki Sato	2-22 Harumi 3-chome Chuo-ku, Tokyo Japan 104-8550	No

5. Method of amalgamation, check A or B
 Méthode choisie pour la fusion – Cocher A ou B :

A - Amalgamation Agreement / Convention de fusion :



or
ou

The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 176 (4) of the *Business Corporations Act* on the date set out below.
 Les actionnaires de chaque société qui fusionne ont dûment adopté la convention de fusion conformément au paragraphe 176(4) de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

B - Amalgamation of a holding corporation and one or more of its subsidiaries or amalgamation of subsidiaries / Fusion d'une société mère avec une ou plusieurs de ses filiales ou fusion de filiales :



The amalgamation has been approved by the directors of each amalgamating corporation by a resolution as required by section 177 of the *Business Corporations Act* on the date set out below.

Les administrateurs de chaque société qui fusionne ont approuvé la fusion par voie de résolution conformément à l'article 177 de la *Loi sur les sociétés par actions* à la date mentionnée ci-dessous.

The articles of amalgamation in substance contain the provisions of the articles of incorporation of
 Les statuts de fusion reprennent essentiellement les dispositions des statuts constitutifs de

and are more particularly set out in these articles.
 et sont énoncés textuellement aux présents statuts.

Names of amalgamating corporations Dénomination sociale des sociétés qui fusionnent	Ontario Corporation Number Numéro de la société en Ontario	Date of Adoption/Approval Date d'adoption ou d'approbation		
		Year année	Month mois	Day jour
MSM CANADA INC.	000671360	2013	03	19
MSM(N) CANADA INC.	002114083	2013	03	19

6. Restrictions, if any, on business the corporation may carry on or on powers the corporation may exercise.
Limites, s'il y a lieu, imposées aux activités commerciales ou aux pouvoirs de la société.

None

7. The classes and any maximum number of shares that the corporation is authorized to issue:
Catégories et nombre maximal, s'il y a lieu, d'actions que la société est autorisée à émettre :

The Corporation is authorized to issue an unlimited number of Common shares.

8. Rights, privileges, restrictions and conditions (if any) attaching to each class of shares and directors authority with respect to any class of shares which may be issued in series:

Droits, privilèges, restrictions et conditions, s'il y a lieu, rattachés à chaque catégorie d'actions et pouvoirs des administrateurs relatifs à chaque catégorie d'actions qui peut être émise en série :

The holders of the Common Shares are entitled to:

- (i) vote at any meeting of shareholders of the Corporation other than meetings of the holders of another class of shares;
- (ii) to receive the remaining property of the Corporation upon dissolution; and
- (iii) to receive any dividend declared by the directors of the Corporation on the Common Shares.

9. The issue, transfer or ownership of shares is/is not restricted and the restrictions (if any) are as follows:
L'émission, le transfert ou la propriété d'actions est/n'est pas restreint. Les restrictions, s'il y a lieu, sont les suivantes :

The right to transfer shares of the Corporation shall be restricted in that securities of the Corporation, other than non-convertible debt securities, shall not be transferred without:

(a) the consent of either:

i. the directors evidenced by a resolution passed or signed by them and recorded in the books of the Corporation; or

ii. the holders of a majority in number of the outstanding voting shares of the Corporation, or

(b) where the securities are not shares, the restrictions on transfer contained in the applicable security holders' agreement, having been complied with.

10. Other provisions, (if any):
Autres dispositions, s'il y a lieu :

Subject to the provisions of the Business Corporations Act, the Corporation shall be entitled to a lien on any share registered in the name of a shareholder or his legal representative for a debt of that shareholder to the Corporation.

11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".
Les déclarations exigées aux termes du paragraphe 178(2) de la *Loi sur les sociétés par actions* constituent l'annexe A.
12. A copy of the amalgamation agreement or directors' resolutions (as the case may be) is/are attached as Schedule "B".
Une copie de la convention de fusion ou les résolutions des administrateurs (selon le cas) constitue(nt) l'annexe B.

These articles are signed in duplicate.
Les présents statuts sont signés en double exemplaires.

Name and original signature of a director or authorized signing officer of each of the amalgamating corporations. Include the name of each corporation, the signatories name and description of office (e.g. president, secretary). Only a director or authorized signing officer can sign on behalf of the corporation. / Nom et signature originale d'un administrateur ou d'un signataire autorisé de chaque société qui fusionne. Indiquer la dénomination sociale de chaque société, le nom du signataire et sa fonction (p. ex. : président, secrétaire). Seul un administrateur ou un dirigeant habilité peut signer au nom de la société.

MSM CANADA INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par


Signature / Signature

TSUTOMU MURAYAMA

Print name of signatory /
Nom du signataire en lettres moulées


PRESIDENT

Description of Office / Fonction

MSM(N) CANADA INC.

Names of Corporations / Dénomination sociale des sociétés

By / Par


Signature / Signature

TSUTOMU MURAYAMA

Print name of signatory /
Nom du signataire en lettres moulées

PRESIDENT

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

Description of Office / Fonction

Names of Corporations / Dénomination sociale des sociétés

By / Par

Signature / Signature

Print name of signatory /
Nom du signataire en lettres moulées

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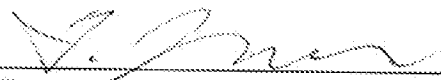
SCHEDULE "A"

**STATEMENT OF DIRECTOR OR
OFFICER PURSUANT TO SUBSECTION
178(2) OF THE BUSINESS CORPORATIONS ACT**

I, Tsutomu Murayama, hereby state that:

1. I am an officer of MSM Canada Inc. and MSM(N) Canada Inc. and as such have knowledge of their affairs.
2. I have conducted such examinations of the books and records of each amalgamating corporation as are necessary to enable me to make the statements hereinafter set forth.
3. There are reasonable grounds for believing that:
 - (a) each amalgamating corporation can and the amalgamated corporation will be able to pay its liabilities as they become due; and
 - (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.
4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.

THIS STATEMENT made this 22nd March, 2013



Tsutomu Murayama

SCHEDULE "B"

AMALGAMATION AGREEMENT

This Amalgamation Agreement is dated March 19, 2013, between

MSM CANADA INC.,
a corporation incorporated under the laws of Ontario
("MSM")

and

MSM(N) CANADA INC.,
a corporation incorporated under the laws of Ontario
("MSM(N)")

RECITALS:

- A. Each of the parties is a corporation to which the *Business Corporations Act* (Ontario) (the "Act") applies.
- B. Each of the parties has agreed to amalgamate in accordance with the Act upon the terms and conditions in this Agreement.
- C. Each of the parties has made full disclosure to one another of their respective assets and liabilities.
- D. The authorized capital of MSM consists of an unlimited number of common shares of which 189,400 are issued and outstanding as fully paid and non-assessable.
- E. The authorized capital of MSM(N) consists of an unlimited number of common shares of which 1.8 are issued and outstanding as fully paid and non-assessable.

FOR VALUE RECEIVED the parties agree as follows:

1. **Definitions.** In this Agreement the following terms have the following meanings:
- (a) **Amalgamating Corporations** means MSM and MSM(N).
 - (b) **Amalgamated Corporation** and **Corporation** mean the corporation formed pursuant to the amalgamation of the Amalgamating Corporations.
 - (c) **Amalgamation Agreement** or **Agreement** means this agreement.
 - (d) **Articles** means the articles of amalgamation entered into as a result of this Agreement and any amendments thereto.

2. **Amalgamation.** The Amalgamating Corporations and each of them agrees to amalgamate under the provisions of Section 174 of the Act and to continue as one corporation under the terms and conditions in this Agreement.

3. **Name.** The name of the Amalgamated Corporation shall be MSSC Canada Inc.

4. **Restrictions on Business and Powers.** There shall be no restrictions on the business which the Amalgamated Corporation may carry on or on the powers the Amalgamated Corporation may exercise.

5. **Registered Office.** The registered office of the Amalgamated Corporation shall be located in the City of Toronto, in the Province of Ontario, and the municipal address of such registered office, until changed in accordance with the Act, shall be 181 Bay Street, Suite 4400, Toronto, Ontario, M5J 2T3.

6. **Authorized Share Capital.** The Corporation shall be authorized to issue an unlimited number of Common shares. The rights, privileges, restrictions and conditions attaching to the Common shares, are as follows:

The holders of the Common Shares are entitled to:

- (i) vote at any meeting of shareholders of the Corporation other than meetings of the holders of another class of shares;
- (ii) to receive the remaining property of the Corporation upon dissolution; and
- (iii) to receive any dividend declared by the directors of the Corporation on the Common Shares.

7. **Conversion and Cancellation of Shares**

(a) Upon the amalgamation becoming effective, the shares of the Amalgamating Corporations shall be converted into shares of the Amalgamated Corporation or cancelled without repayment of capital as follows:

- (i) 189,400 common shares of MSM shall be converted into 516 Common shares of the Amalgamated Corporation;
- (ii) 1 common share of MSM(N) shall be converted into 484 Common share(s) of the Amalgamated Corporation;
- (iii) The .8 of 1 common share of MSM(N) shall be cancelled without repayment of capital.

(b) The foregoing share conversions and share cancellation will result in there being 1,000 Common shares of the Amalgamated Corporation issued and outstanding upon the amalgamation contemplated by this Agreement.

(c) The share certificates held by the shareholder of each of the Amalgamating Corporations evidencing their ownership of shares in the Amalgamating Corporations shall, upon the endorsement of a certificate of amalgamation in respect of the Amalgamated Corporation, be surrendered to the proper officer of the Amalgamated Corporation, and, subject to the provisions of the Act and as hereinbefore provided, such shareholder shall be entitled to receive a certificate for shares of the Amalgamated Corporation on the basis set forth above.

8. **Stated Capital Account.** The balance in the stated capital account maintained for the Common shares of the Amalgamated Corporation immediately after such amalgamation becomes effective shall be equal to the sum of the amounts in the stated capital accounts maintained for the common shares of MSM and the common shares of MSM(N) immediately before such amalgamation becomes effective.

9. **Board of Directors.** The number of directors of the Amalgamated Corporation shall, until otherwise changed in accordance with the Act, be a minimum of one (1) director and a maximum of ten (10) directors, and the first directors of the Amalgamated Corporation shall be:

Name	Residence Address or Address for Service	Resident Canadian
Shigeru Tawagawa	2-22 Harumi 3-chome Chuo-ku, Tokyo Japan 104-8550	No
David R. Dunlop	181 Bay Street, Suite 4400 Toronto, Ontario Canada M5J 2T3	Yes
Nobumichi Ono	2-22 Harumi 3-chome Chuo-ku, Tokyo Japan 104-8550	No
Motoyuki Sato	2-22 Harumi 3-chome Chuo-ku, Tokyo Japan 104-8550	No

The first directors shall hold office until the first annual meeting of the shareholders of the Amalgamated Corporation or until their successors are elected or appointed. The subsequent directors shall be elected each year thereafter at either a general meeting or the annual meeting of shareholders by a majority of the votes cast at such meeting. The affairs and business of the Amalgamated Corporation shall be under the management of the directors from time to time, subject to the provisions of the Act.

10. **By-laws.** The by-laws of the Amalgamated Corporation shall be those of MSM(N). A copy of the proposed by-laws may be examined at the following address:

181 Bay Street, Suite 4400, Toronto, Ontario, M5J 2T3

11. **Restrictions on Issue, Transfer or Ownership of Shares.** The right to transfer shares of the Corporation shall be restricted in that securities of the Corporation, other than non-convertible debt securities, shall not be transferred without:

- (a) the consent of either:
 - i. the directors evidenced by a resolution passed or signed by them and recorded in the books of the Corporation; or
 - ii. the holders of a majority in number of the outstanding voting shares of the Corporation, or
- (b) where the securities are not shares, the restrictions on transfer contained in the applicable security holders' agreement, having been complied with.

12. **Special Provisions.** Subject to the provisions of the Act, the following provision shall apply to the Amalgamated Corporation:

- (a) the Corporation shall be entitled to a lien on any share registered in the name of a shareholder or his legal representative for a debt of that shareholder to the Corporation.

13. **Effect of Amalgamation.** Upon this amalgamation becoming effective:

- (a) the Amalgamating Corporations are amalgamated and continue as one corporation under the terms and conditions prescribed in this Amalgamation Agreement;
- (b) the Amalgamated Corporation shall possess all the property, rights, privileges and franchises and be subject to all liabilities, including civil, criminal and quasi-criminal, and all contracts, disabilities and debts of each of the Amalgamating Corporations;
- (c) a conviction against, or ruling, order or judgment in favour or against an Amalgamating Corporation may be enforced by or against the Amalgamated Corporation;
- (d) the articles of amalgamation of the Amalgamated Corporation shall be deemed to be the articles of incorporation of the Amalgamated Corporation, and, except for the purposes of subsection 117(1) of the Act, the certificate of amalgamation shall be deemed to be the certificate of incorporation of the Amalgamated Corporation; and


- (e) the Amalgamated Corporation shall be deemed to be the party plaintiff or the party defendant, as the case may be, in any civil action commenced by or against an Amalgamating Corporation before the amalgamation has become effective.

14. **Filing of Articles of Amalgamation.** Upon each of the Amalgamating Corporations approving this Agreement in accordance with the Act, the parties hereto shall execute and deliver to the Director, Ministry of Government Services, articles of amalgamation, in duplicate, and apply for a certificate of amalgamation for the purpose of bringing this amalgamation into effect on April 1, 2013.

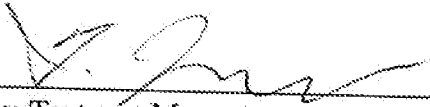
15. **Termination.** This Amalgamation Agreement may be terminated by the board of directors of any of the Amalgamating Corporations at any time prior to the endorsement of a certificate of amalgamation notwithstanding the approval of this Amalgamation Agreement by the shareholders entitled to vote thereon of all or any of the Amalgamating Corporations.

The parties have duly executed this Agreement.

MSM CANADA INC.

By: 
Name: Tsutomu Murayama
Title: President

MSM(N) CANADA INC.

By: 
Name: Tsutomu Murayama
Title: President