

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
FASTTRACK SYSTEMS, INC.	03/13/2008
RECEIVING PARTY DATA	
Name:	MEDIDATA FT, INC.
Street Address:	20 Ash Street
Internal Address:	Suite 330
City:	Conshohocken
State/Country:	PENNSYLVANIA
Postal Code:	19428
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	12505860
CORRESPONDENCE DATA	
Fax Number:	5168223582
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	516-822-3550
Email:	agvdocket@hbiplaw.com
Correspondent Name:	Hoffmann & Baron, LLP
Address Line 1:	6900 Jericho Turnpike, Suite 200
Address Line 4:	Syosset, NEW YORK 11791
ATTORNEY DOCKET NUMBER:	1851-9 CON/RCE
NAME OF SUBMITTER:	Alexander G. Vodovozov
Signature:	/alexander g. vodovozov/
Date:	08/19/2013

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Total Attachments: 10

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ENDORSED - FILED
In the office of the Secretary of State
of the State of California

MAR 14 2008

AGREEMENT OF MERGER

BETWEEN

FAST TRACK SYSTEMS, INC.
(a California corporation)

AND

FT ACQUISITION CORP.
(a California corporation)

FAST TRACK SYSTEMS, INC., a California corporation ("FT"), and FT ACQUISITION CORP., a California corporation ("Merger Sub"), hereby enter into this Agreement of Merger (the "Agreement") as of March 13, 2008, with respect to the following:

A. FT and Merger Sub are both corporations duly organized, validly existing and in good standing under the laws of the State of California.

B. Pursuant to this Agreement and the terms of that certain Agreement and Plan of Merger among the parties hereto, Medidata Solutions, Inc., a Delaware corporation and the parent company of Merger Sub (the "Purchaser"), and Shareholder Representative Services LLC, dated as of February 13, 2008 (the "Purchase Agreement"), Merger Sub shall merge into FT and FT shall be the Surviving Corporation, as that term is defined in the California General Corporation Law.

NOW, THEREFORE, in consideration of the mutual covenants and promises contained herein and in the Purchase Agreement, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Merger. Merger Sub shall be merged into FT under the laws of the State of California and FT shall be the Surviving Corporation.

2. Basis of Converting Shares.

(a) At the effective time of the merger (the "Effective Time"), each share of Merger Sub common stock outstanding immediately prior thereto shall be converted into one share of FT common stock.

(b) At the Effective Time, each outstanding share of (i) FT Series 1 preferred stock (other than such shares held directly or indirectly by Purchaser, Merger Sub or FT, which shares will be cancelled and cease to exist) shall be converted into the right to receive 0.59323 shares of the Purchaser's common stock, (ii) FT Series 2 preferred stock

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than such shares held directly or indirectly by Purchaser, Merger Sub or FT, which will be cancelled and cease to exist) shall be converted into the right to receive 0.12604 shares of the Purchaser's common stock and (iii) FT common stock (other than such shares held directly or indirectly by Purchaser, Merger Sub or FT, which shares will be cancelled and cease to exist) shall be converted into the right to receive 0.12604 shares of the Purchaser's common stock.

3. Articles of Incorporation of Surviving Corporation. The articles of incorporation of FT in effect immediately prior to the Effective Time shall at the Effective Time be amended and restated in their entirety in the form attached hereto as Exhibit A, in accordance with Section 1101(b) of the California General Corporation Law, and as so amended and restated shall be the articles of incorporation of the Surviving Corporation. The name of the surviving corporation will be Medidata FT, Inc.

4. Automatic Conversion.

(a) The conversion of each of the outstanding shares of Merger Sub, as provided in paragraph 2(a) of this Agreement, shall occur automatically upon the Effective Time without action by any holder thereof. The holder of each share of Merger Sub thereupon shall surrender its share certificate to FT and shall be entitled to receive in exchange therefor a certificate representing the one share of FT as set forth in paragraph 2(a) of this Agreement.

(b) The conversion of shares of FT, as provided in paragraph 2(b) of this Agreement, shall occur automatically upon the Effective Time without action by the holders thereof. Each holder of such shares thereupon shall surrender his or her share certificate or certificates to Purchaser and shall be entitled to receive in exchange therefor the right to receive the consideration described in paragraph 2(b). This consideration shall be paid to each shareholder in accordance with the terms of the Purchase Agreement.

5. Rights and Liabilities. Upon the merger, the separate existence of Merger Sub shall cease and FT shall succeed, without other transfer, to all the rights and property of Merger Sub and shall be subject to all debts and liabilities thereof in the same manner as if FT itself incurred them. All rights of creditors and all liens upon the property of such corporation shall be preserved unimpaired.

6. Further Assurances. After the merger becomes effective, Merger Sub, through the persons who were its officers immediately prior to the merger, shall execute or cause to be executed such further assignments, assurances or other documents as may be necessary or desirable to confirm title to properties, assets and rights in FT.

7. Purchase Agreement. The corporations that are parties to this Agreement are also parties to the Purchase Agreement. The Purchase Agreement and this Agreement are intended to be construed together in order to effectuate their purposes.

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9. Effective Time. The Effective Time of the merger shall be upon the filing of this Agreement with the required officer's certificates with the Secretary of State of the State of California.

9. Counterparts. This Agreement may be executed in more than one counterpart, each of which shall be deemed an original and all of which when taken together shall constitute one and the same instrument.

10. Controlling Law. Validity, interpretation and performance of this Agreement shall be controlled by and construed under the laws of the State of California, without regard to the conflict of laws rules thereof.

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IN WITNESS WHEREOF, the parties have executed this Agreement as of the date set forth above.

FAST TRACK SYSTEMS, INC., a California corporation

By: [Signature]
Name: Edward S. Savino, Jr.
Title: CEO

By: [Signature]
Name: CRISTINA
Title: Secretary

FT ACQUISITION CORP., a California corporation

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

IN WITNESS WHEREOF, the parties have executed this Agreement as of the
set forth above.

FAST TRACK SYSTEMS, INC. a
California corporation

By: _____
Name: _____
Title: _____

By: _____
Name: _____
Title: _____

FT ACQUISITION CORP., a California
corporation

By: *Jack Smith*
Name: *Jack Smith*
Title: *President*

By: *Bob Deibel*
Name: *Bob Deibel*
Title: *CFO*

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF

FAST TRACK SYSTEMS, INC.
(a California Corporation)

I

The name of this corporation is Medidata FT, Inc.

II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the GENERAL CORPORATION LAW of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

This corporation is authorized to issue one class of shares which shall be designated as "common" shares. The total number of such shares which this corporation is authorized to issue is one thousand (1,000).

IV

(a) The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California Law.

(b) This corporation is authorized to provide for, whether by bylaw, agreement or vote of shareholders or disinterested directors, or otherwise, the indemnification of agents, as that term is defined in Section 317 of the California General Corporation Law, against breach of duty to the corporation and its stockholders, in excess of the indemnification otherwise permitted by said Section 317, to the fullest extent such indemnification may be authorized hereby, subject to the limits on such excess indemnification set forth in Section 204 of the California General Corporation Law.

(c) As provided in Section 317 of the California General Corporation Law, this corporation is authorized to procure insurance for agents, as that term is defined in said Section 317, of any company in which this corporation owns all or a portion of the shares, provided that either of the conditions set forth in said Section 317 with respect to the procurement of such insurance is satisfied.

(d) Any repeal or modification of the foregoing provisions of this Article IV by the shareholders of this corporation shall not adversely affect any right or protection of a director or agent of this corporation existing at the time of such repeal or modification.

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CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

Ed Seguine and Craig Jacoby certify that:

1. They are the Chief Executive Officer and Secretary, respectively, of *FAST TRACK SYSTEMS, INC.*, a California corporation.
2. The Agreement of Merger in the form attached was duly approved by the board of directors and shareholders of the corporation which equaled or exceeded the vote required.
3. The shareholder approval was by the holders of 96.66% of the outstanding shares of the corporation's Common Stock and 100% of the corporation's Preferred Stock.
4. There are two class of shares: Common Stock, and Preferred Stock and the number of shares outstanding for each class entitled to vote on the merger is 3,003,673 shares of Common Stock, 476,581 shares of Series 1 Preferred Stock and 886,661 shares of Series 2 Preferred Stock.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: March 13, 2008


Ed Seguine

Craig Jacoby

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CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER

Sherif and Bruce Dalziel certify that:

1. They are the President and Chief Financial Officer, respectively, of *FT ACQUISITION CORP.*, a California corporation.

2. The Agreement of Merger in the form attached was duly approved by the board of directors and shareholders of the corporation which equaled or exceeded the vote required.

3. The shareholder approval was by the holders of 100% of the outstanding shares of the corporation.

4. There is only one class of shares and the number of shares outstanding entitled to vote on the merger is 1,000.

5. The vote of the shareholders of Medidata Solutions, Inc., our parent company, was not required.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: March 13, 2008


Tarek Sherif, President


Bruce Dalziel, Chief Financial Officer



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State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 9 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 14 2008

Debra Bowen

DEBRA BOWEN
Secretary of State