

<b>PATENT ASSIGNMENT COVER SHEET</b>
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Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT3032991

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	02/27/2008

**CONVEYING PARTY DATA**

Name	Execution Date
SANDBOX SCIENTIFIC I.P. INC.	02/27/2008
BREATHEx SCIENTIFIC CORP.	02/27/2008

**RECEIVING PARTY DATA**

<b>Name:</b>	THORNHILL SCIENTIFIC INC.
<b>Street Address:</b>	200 ELIZABETH ST.
<b>Internal Address:</b>	SUITE 7EN242
<b>City:</b>	TORONTO
<b>State/Country:</b>	CANADA

**PROPERTY NUMBERS Total: 1**

Property Type	Number
<b>Application Number:</b>	10545519

**CORRESPONDENCE DATA****Fax Number:**

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

**Phone:** 2124867272  
**Email:** trotberg@llbl.com  
**Correspondent Name:** LEVISOHN BERGER , LLP  
**Address Line 1:** 11 BROADWAY, SUITE 615  
**Address Line 4:** NEW YORK, NEW YORK 10004

<b>ATTORNEY DOCKET NUMBER:</b>	3104.003
<b>NAME OF SUBMITTER:</b>	TUVIA ROTBERG
<b>SIGNATURE:</b>	/Tuvia Rotberg/
<b>DATE SIGNED:</b>	09/22/2014

**Total Attachments: 6**

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**PATENT**





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

**A - Amalgamation Agreement / Convention de fusion :**



The amalgamation agreement has been duly adopted by the shareholders of each of the amalgamating corporations as required by subsection 175 (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.*

or  
ou

**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 <i>Dénomination sociale des sociétés qui fusionnent</i>	Ontario Corporation Number <i>Numéro de la société en Ontario</i>	Date of Adoption/Approval <i>Date d'adoption ou d'approbation</i>		
		Year <i>année</i>	Month <i>mois</i>	Day <i>jour</i>
Thornhill Scientific Inc.	002091688	2008	02	27
SandBox Scientific I.P. Inc.	002041529	2008	02	27
2095035 Ontario Inc.	002095035	2008	02	27
Breathex Scientific Corp.	001407229	2008	02	27

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 :*

An unlimited number of shares of one class, to be designated as 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 :*

- i) the holders of Common Shares shall be entitled to receive dividends and the corporation shall pay dividends thereon, if, as and when declared by the board of directors of the corporation, out of monies properly applicable to the payment of dividends, in such amount and in such form as the board of directors of the corporation may from time to time determine and all dividends which the directors may declare on the Common Shares shall be declared and paid in equal amounts per share on all the Common Shares at the time issued and outstanding;
- ii) in the event of the dissolution of the corporation, the holders of the Common Shares shall be entitled to receive the remaining property of the corporation; and
- iii) the holders of the Common Shares shall be entitled to receive notice of and to attend at all meetings of the shareholders of the corporation and shall have one (1) vote for each Common Share held at all meetings of the shareholders of the corporation.

The holders of shares of any class or series of the corporation shall not be entitled to vote separately as a class or series and shall not be entitled to dissent in respect of any proposal to amend the articles of the corporation to:

- a) increase or decrease any maximum number of authorized shares of such class or series, or increase any maximum number of authorized shares of a class or series having rights or privileges equal or superior to the shares of such class or series;
- b) effect an exchange, reclassification or cancellation of the shares of such class or series; or
- c) create a new class or series of shares of the corporation equal or superior to the shares of such class or series, except in the case of a series under section 25 of the Business Corporations Act.

9. The issue, transfer or ownership of shares is/ls 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 :*

There are no restrictions on the issue, transfer or ownership of shares.

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

None

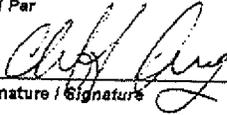
11. The statements required by subsection 178(2) of the *Business Corporations Act* are attached as Schedule "A".  
*Les déclarations exigées aux termes du paragraphe 178(2) de la Loi sur les sociétés par actions constituent l'annexe A.*

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.*

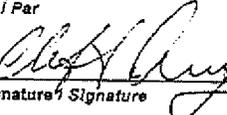
These articles are signed in duplicate.  
Les présents statuts sont signés en double exemplaire.

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.

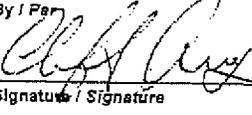
Thornhill Scientific Inc.

<i>Names of Corporations / Dénomination sociale des sociétés</i>		
<i>By / Par</i>	<i>Cliff Ansel</i>	<i>Director</i>
	Cliff Ansel	Director
<i>Signature / Signature</i>	<i>Print name of signatory / Nom du signataire en lettres moulées</i>	<i>Description of Office / Fonction</i>

SandBox Scientific I.P. Inc.

<i>Names of Corporations / Dénomination sociale des sociétés</i>		
<i>By / Par</i>	<i>Cliff Ansel</i>	<i>Director</i>
	Cliff Ansel	Director
<i>Signature / Signature</i>	<i>Print name of signatory / Nom du signataire en lettres moulées</i>	<i>Description of Office / Fonction</i>

2095035 Ontario Inc.

<i>Names of Corporations / Dénomination sociale des sociétés</i>		
<i>By / Par</i>	<i>Cliff Ansel</i>	<i>Director</i>
	Cliff Ansel	Director
<i>Signature / Signature</i>	<i>Print name of signatory / Nom du signataire en lettres moulées</i>	<i>Description of Office / Fonction</i>

Breathex Scientific Corp.

<i>Names of Corporations / Dénomination sociale des sociétés</i>		
<i>By / Par</i>	<i>Lorne Greenspan</i>	<i>Director</i>
	Lorne Greenspan	Director
<i>Signature / Signature</i>	<i>Print name of signatory / Nom du signataire en lettres moulées</i>	<i>Description of Office / Fonction</i>

Breathex Scientific Corp.

<i>Names of Corporations / Dénomination sociale des sociétés</i>		
<i>By / Par</i>	<i>Ben Greenhouse</i>	<i>Director</i>
	Ben Greenhouse	Director
<i>Signature / Signature</i>	<i>Print name of signatory / Nom du signataire en lettres moulées</i>	<i>Description of Office / Fonction</i>