

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
NexTech, Inc.		12/13/2005	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	NexTech Systems, Inc.
Street Address:	5654 Marquesas Circle
City:	Sarasota
State/Country:	FLORIDA
Postal Code:	34233
Entity Type:	CORPORATION: FLORIDA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2638606	NEXTECH
Registration Number:	2623852	NEXTECH PRACTICE

CORRESPONDENCE DATA

Fax Number: (937)443-6635
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (937) 443-6817
 Email: trademarks@thompsonhine.com
 Correspondent Name: Roger H. Bora
 Address Line 1: P.O. Box 8801
 Address Line 4: Dayton, OHIO 45401-8801

ATTORNEY DOCKET NUMBER:	540851-002US1/2
NAME OF SUBMITTER:	Roger H. Bora
Signature:	/roger h bora/

TRADEMARK

OP \$65.00 2638606

Date:

03/31/2008

Total Attachments: 3

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**ARTICLES OF MERGER
OF
NEXTECH, INC.
AN OHIO CORPORATION
INTO
NEXTECH SYSTEMS, INC.
A FLORIDA CORPORATION**

05 DEC 18 PM 12:12
SECRETARY OF STATE
OF FLORIDA
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FILED

Pursuant to the provisions of Section 607.1105, F.S., and Section 1701.79 of the Ohio Revised Code, NexTech, Inc., an Ohio corporation ("Disappearing Entity"), and NexTech Systems, Inc., a Florida corporation ("Surviving Entity") (the Surviving Entity and Disappearing Entity are hereinafter referred to as the "Constituent Entities") adopt the following Articles of Merger:

1. Name, Principal Office, Jurisdiction, and Type of Entity. The exact name, street address of its principal office, jurisdiction, and entity type for each merging entity are as follows:

a. Disappearing Entity.

<i>Name and Address</i>	<i>Jurisdiction</i>	<i>Entity Type</i>	<i>Document/ Registration Number</i>	<i>F.E.I. Number</i>
NexTech, Inc. 63 Rhoads Center Dr. Dayton, Montgomery County, OH 45458	Ohio	Corporation	963423	311494916

b. Surviving Entity.

<i>Name and Address</i>	<i>Jurisdiction</i>	<i>Entity Type</i>	<i>Document/ Registration Number</i>	<i>F.E.I. Number</i>
NexTech Systems, Inc. 5654 Marquesas Circle Sarasota, FL 34233	Florida	Corporation	P02000071136	753069839

2. Name, Principal Office, Jurisdiction, and Type of Entity of Surviving Entity. The exact name, street address of its principal office, jurisdiction, and entity type of the Surviving Entity are as follows:

<i>Name and Address</i>	<i>Jurisdiction</i>	<i>Entity Type</i>	<i>Document/ Registration Number</i>	<i>F.E.I. Number</i>
NexTech Systems, Inc. 5654 Marquesas Circle Sarasota, FL 34233	Florida	Corporation	P02000071136	753069839

3. Plan of Merger Requirements. The Plan of Merger, annexed hereto as Exhibit 1 and made a part hereof ("Plan of Merger"), meets the requirements of Section 607.1101, F.S. and Section 1701.79 of the Ohio Revised Code, and was approved and executed by each domestic corporation that is a party to the Merger in accordance with Chapter 607 F.S., and was approved by each foreign corporation that is a party to the Merger in accordance with Section 1709.79 of the Ohio Revised Code. The attached Plan of Merger was approved by each foreign entity that is a party to the Merger in accordance with the respective laws of all applicable jurisdictions.

4. Appointment of Ohio Secretary of State. The Surviving Entity hereby irrevocably appoints the Ohio Secretary of State as its agent for substitute service of process pursuant to Section 1701.79 of the Ohio Revised Code in any proceeding to enforce any obligation or rights of any dissenting shareholder of each Ohio corporation that is a party to the Merger.

5. Dissenters' Rights. The Surviving Entity agrees to pay the dissenting shareholders of each Ohio company that is a party to the Merger the amount, if any, to which they are entitled under Section 1701.84 and 1701.85 of the Ohio Revised Code.

6. Laws of All Applicable Jurisdictions. The Merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the articles of incorporation for any Constituent Entity that is a party to the Merger.


7. Method of Accomplishing the Merger. Pursuant to the Plan of Merger, all issued and outstanding shares of stock of Disappearing Entity will be acquired by means of a merger of Disappearing Entity into Surviving Entity with Surviving Entity the surviving entity ("Merger").

8. Compliance. The Articles of Merger comply and were executed in accordance with the laws of each Constituent Entity's applicable jurisdiction. The Disappearing Entity is merged into the Surviving Entity pursuant to Section 607.1107, F.S., and Section 1701.79 of the Ohio Revised Code.


9. Effective Date/Time. The Merger shall become effective at 12:01 a.m. on January 1, 2006.

IN WITNESS WHEREOF, the parties have executed these Articles of Merger as of December 13, 2005.

NexTech Systems, Inc., a Florida corporation

By: 
Kamal N. Majeed, President

NexTech, Inc., an Ohio corporation

By: 
Kamal N. Majeed, President