

10-16-1998



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

MD 10-9-98

1. Name of conveying party (ies):
Helix Software Company, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State Georgia
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
Name: Networks Associates, Inc.
Internal Address: _____
Street Address: 3965 Freedom Circle
City: Santa Clara State: CA ZIP: 95054

Individual(s) citizenship: _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignment is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) and addresses attached? Yes No

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: December 24, 1997

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
(2,169,097)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: John L. Slafsky
Internal Address: Wilson Sonsini Goodrich & Rosati

Street Address: 650 Page Mill Road

City: Palo Alto State: CA ZIP: 94304-1050

6. Total number of application and registrations involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

If insufficient funds charge to:

8. Deposit account number:
23-2415 Attn: 18974-TM1034
(Attach duplicate copy of this page if paying by deposit account.)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

John L. Slafsky [Signature] 9-14-98
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:

10/16/1998 TTK11 0000015 216997 Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

01 FC:481

40.00 BP

TRADEMARK
REEL: 1799 FRAME: 0926

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"HELIX SOFTWARE COMPANY, INC.", A GEORGIA CORPORATION,
WITH AND INTO "NETWORKS ASSOCIATES, INC." UNDER THE NAME OF
"NETWORKS ASSOCIATES, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF DECEMBER, A.D.
1997, AT 1:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
KENT COUNTY RECORDER OF DEEDS.



2306741 8100M

971447735



Edward J. Freel, Secretary of State

AUTHENTICATION: 8836688

DATE: 12-29-97

TRADEMARK
REEL: 1799 FRAME: 0927

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
HELIX SOFTWARE COMPANY, INC.
INTO
NETWORKS ASSOCIATES, INC.

Networks Associates, Inc. a corporation organized and existing under the laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 14th day of August, 1992, pursuant to the Delaware General Corporation Law.

SECOND: That this corporation owns all the outstanding shares of stock of Helix Software Company, Inc., a corporation incorporated on the 19th day of June, 1990, pursuant to the Georgia Business Corporations Code.

THIRD: Code Section 14-2-1104 of the Georgia Business Corporation Code authorizes the merger of an at least 90% owned Georgia subsidiary into its foreign parent corporation.

FOURTH: That this corporation, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent on the 23rd day of December, 1997, determined to and did merge into itself Helix Software Company, Inc.

RESOLVED, that Networks Associates, Inc. merge, and it hereby does merge into itself Helix Software Company, Inc. and assumes all its obligations;

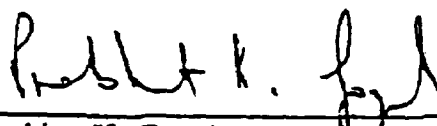
FURTHER RESOLVED, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware and the Secretary of the State of Georgia; and

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger in the State of Delaware and Articles of Merger in the State of Georgia setting forth a copy of the resolutions to merge Helix Software Company, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the applicable Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect such merger.

FIFTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended and terminated and abandoned by the Board of Directors of Networks Associates, Inc. at any time prior to the date of filing the merger with the Delaware Secretary of State.

IN WITNESS WHEREOF, Networks Associates, Inc. has caused this Certificate to be signed by Prabhat K. Goyal, its Chief Financial Officer this 23 day of December, 1997.

NETWORKS ASSOCIATES, INC.

By: 
Prabhat K. Goyal
Chief Financial Officer

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE
POST REGISTRATION DIVISION**

Registrant: Networks Associates, Inc. (formerly Helix Software Co.)
Registration No.: 2,169,097
Registration Date: June 30, 1998
Trademark: BOMB SHELTER

**DECLARATION IN SUPPORT OF REQUEST FOR CORRECTION OF
REGISTRANT'S NAME AND STATE OF INCORPORATION**

I, Prabhat Goyal, declare:

I am Chief Financial Officer of Networks Associates, Inc., the current Registrant, and am authorized to execute this declaration on behalf of said corporation;

With respect to the registration identified above, Registrant notes that the printed Certificate of Registration lists an incorrect name and state of incorporation for the original Applicant. The correct name and state of incorporation of the original Applicant, as demonstrated by the records of the Georgia Secretary of State attached hereto, is Helix Software Company, Inc., a Georgia corporation.

Helix Software Company, Inc. merged with Networks Associates, Inc. on December 24, 1997. Networks Associates, Inc. is the surviving entity. The original Applicant, Helix Software Company Inc., no longer exists.

Registrant respectfully requests that its registration be amended, pursuant to TMEP § 1201.02(c), to correct the mistake in the manner in which the name and state of incorporation of the Applicant were set out in the application. The original Applicant, apparently due to clerical error, listed its name and state of

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NO. 572 P002/008
439 P02 OCT 05 '98 12:59

10/05/98 14:29
650 493 6811
WILSON SONSINI → 650 565 5100
+408-346-3038 NETWORK ASSOCIATES

TRADEMARK

REEL: 1799 FRAME: 0930

incorporation in the application as "Helix Software Co., a New York corporation" instead of "Helix Software Company, Inc., a Georgia corporation."

Because the original Applicant was "in fact the owner of the mark, but there [was] a mistake in the manner in which the name of the applicant [was] set out in the application, this mistake may be corrected by amendment." TMEP § 1201.02(c). Accordingly, Registrant respectfully requests that the registration file be amended so that the name of the original Applicant reads "Helix Software Company, Inc., a Georgia corporation."

This mistake was made in good faith and did not involve such changes as would require republication of the mark. In view of these facts, Registrant respectfully requests that a Certificate of Correction be issued reflecting the requested correction.

All statements made herein are of my own knowledge are true and that all statements made on information and belief are believed to be true; and further these statements are made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the document and any registration resulting therefrom.

Date: Oct 5, 1998

By: Networks Associates, Inc.

Name: Prabhat K. Goyal
Prabhat Goyal
Chief Financial Officer

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NO.572 P003/008
439 P03
OCT 05 1998 12:59

NETWORK ASSOCIATES
+408-346-3038
MILSON SONISINI + 650 565 5100
650 493 6811
10/05/98 14:29
10/05/98 14:29

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REEL: 1799 FRAME: 0931

Secretary of State
Business Services and Regulation

Suite 315, West Tower

2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

TRANSACTION NUMBER: 90267713
CONTROL NUMBER : 9011657
DATE INCORPORATED : 06/19/90
DATE AMENDED : 09/24/90
EXAMINER : M. MATEEN
TELEPHONE : 404-656-2811

REQUESTED BY:

PRENTICE HALL FINANCIAL SERVICES
ATTN: LINDA BALL
66 LUCKIE STREET
ATLANTA, GEORGIA 30303

CERTIFICATE OF AMENDMENT

I, MAX CLELAND, Secretary of State and Corporations Commissioner of the State of Georgia do hereby certify, under the seal of my office, that the articles of incorporation of

"HELIX CORPORATION"

have been duly amended under the laws of the State of Georgia, changing its name to

"HELIX SOFTWARE COMPANY, INC."

by the filing of articles of amendment in the office of the Secretary of State and the fees therefor paid, as provided by law, and that attached hereto is a true and correct copy of said articles of amendment.

WITNESS, my hand and official seal, in the City of Atlanta and the State of Georgia on the date set forth below.

DATE: SEPTEMBER 25, 1990



MAX CLELAND
SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT-LINE
404-656-2222

Outside Metro-Atlanta

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REEL: 1799 FRAME: 0932

ARTICLES OF AMENDMENT

OF

HELIX CORPORATION

To the Secretary of State
State of Georgia

Pursuant to the provisions of the Georgia Business Corporation Code, the corporation hereinafter named (the "Corporation") does hereby adopt the following Articles of Amendment.

- 1. The name of the Corporation is Helix Corporation.
- 2. Article I of the Articles of Incorporation of the Corporation is hereby amended so as henceforth to read as follows:


"The name of the Corporation is:

Helix Software Company, Inc."

3. Pursuant to Section 14-2-1002 of the Georgia Business Corporation Code, the amendment herein provided for was duly adopted by the Board of Directors of the Corporation on August 15, 1990.

4. The effective time and date of these Articles of Amendment shall at the time and date of filing of said Articles of Amendment.

Executed on August 15, 1990



 Michael L. Spilo
 Chairman of the Board

SEP 24 10 23 AM '90

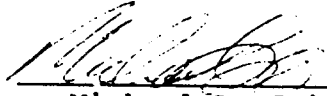
SECRETARY OF STATE

1418L

CERTIFICATE VERIFYING REQUEST AND
PAYMENT FOR PUBLICATION OF REQUISITE NOTICE

It is hereby certified and verified by the undersigned that the request for publication of a notice of intent to file the annexed articles of amendment to change the name of the corporation and the payment therefor have been made as required by subsection (b) of Section 14-2-1006.1 of the Georgia Business Corporation Code.

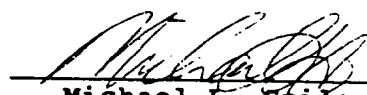
Executed on August 15, 1990



Michael L. Spilo
Chairman

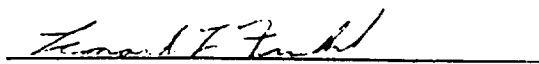
STATE OF NEW YORK)
) ss.:
COUNTY OF QUEENS)

Michael L. Spilo, being duly sworn, deposes and says that he is the person who executed the foregoing certificate, that he signed the same in the capacity stated opposite or beneath his signature thereon, that he has read the foregoing certificate and knows the contents thereof; and that the statements contained therein are true to his own knowledge.



Michael L. Spilo
Chairman of the Board

Subscribed and sworn to
before me on August 15, 1990.


Notary Public

LEONARD L. FINKEL
NOTARY PUBLIC, STATE OF NEW YORK
JULY 20, 1988
QUALIFIED IN QUEENS COUNTY
COMMISSION EXPIRES MARCH 30, 1992
01131

1417L

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