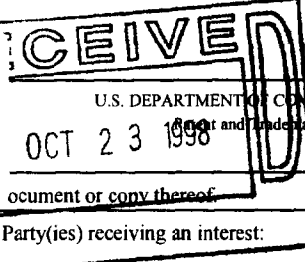


10-30-1998



100864802



MRO 10.19.98

To the Honorable Commissioner of Patent.

1. Name of Party(ies) conveying an interest:

Packet Engines Incorporated
Box 14497
Spokane, Washington 99214-0497

- Individual(s)
- General Partnership
- Corporation California
- Other
- Association
- Limited Partnership

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

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 24, 1996

2. Name and Address of Party(ies) receiving an interest:

Name: Packet Engines (WA) Incorporated

Street Address: Box 14497

Internal Address: _____

City: Spokane State: Washington Zip: 99214-0497

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation Washington
- Other _____

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s): 74/476,641
75/174,415

B. Trademark Registration No.(s): N/A

Additional numbers attached? Yes No

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

Name: Mark H. Webbink, Esq.

Internal Address: Moore & Van Allen, PLLC

Street Address: 2200 West Main Street, Suite 800

City: Durham State: NC ZIP: 27705

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.4): \$ 65.00
 Enclosed
 Authorized to be charged to deposit account (Any Deficiency)

8. Deposit account number: 13-4365
(Attach duplicate copy of this form 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.

Mark H. Webbink, Esq.
Name of Person Signing

[Signature] 10/19/98
Signature Date

Total number of pages including cover sheet, attachments and document: 9

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

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this paper is being deposited with the United States Postal Service as first class mail in an envelope addressed to the Commissioner Of Patent And Trademarks, Washington, DC 20231, BOX ASSIGNMENTS.

TIM KROLL
(Typed or printed name of person signing the certificate)

Tim Kroll
(Signature of the person signing the certificate)

10/19/98
(Date of Signature)

10/29/1998 DMSUYEN 00000022 74476641

01 FC:481
02 FC:482

40.00 OP
25.00 OP

**Trademarks
Assigned to
Packet Engines (WA), Incorporated
by
Packet Engines, Inc.
by Merger**

PENDING TRADEMARKS

<u>MARK</u>	<u>SERIAL NUMBER</u>	<u>FILING DATE</u>
PACKET JUNCTION	75/174,415	9/16/96
PACKET ENGINES	74/476,641	1/5/94

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal,

hereby certify this certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

of

NEW PACKET ENGINES (WA) INCORPORATED

Merging **PACKET ENGINES INCORPORATED** (A California corp. qualified in Washington) into **NEW PACKET ENGINES (WA) INCORPORATED**; and Changing name to **PACKET ENGINES (WA) INCORPORATED**

as filed in this office on December 24, 1996.



Date: October 1, 1998
Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

Ralph Munro, Secretary of State

SMoss

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

ARTICLES OF MERGER

to

NEW PACKET ENGINES (WA) INCORPORATED

a Washington Profit corporation,

were filed for record in this office on the date indicated below.

Merging **PACKET ENGINES INCORPORATED** (A California corp. qualified in Washington) into **NEW PACKET ENGINES (WA) INCORPORATED**; and Changing name to **PACKET ENGINES (WA) INCORPORATED**

UBI Number: 601 757 202

Date: December 24, 1996



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

RALPH MUNRO

Ralph Munro, Secretary of State

2-547245-7

FILED
STATE OF WASHINGTON

DEC 24 1996

RALPH MUNRO
SECRETARY OF STATE

Val: 12/24/1996 - 166578
\$60.00 on 12/24/1996
Check - 12/24/1996 - 1380047

ARTICLES OF MERGER OF

PACKET ENGINES INCORPORATED, a California corporation

AND

NEW PACKET ENGINES (WA) INCORPORATED, a Washington corporation

THESE ARTICLES OF MERGER are executed for the purpose of merging Packet Engines Incorporated, a California corporation with and into New Packet Engines (WA) Incorporated, a Washington corporation. The name of the surviving corporation into which the other corporation plans to merge is New Packet Engines (WA) Incorporated, a Washington corporation. As of the effective date of the merger, the name of the Surviving Corporation shall be changed to Packet Engines (WA) Incorporated.

The Plan of Merger approved by the sole Director and the sole Shareholder of each corporation is attached hereto and made a part hereof. The merger has been duly approved by the shareholders pursuant to RCW 23B.11.030.

Dated: December 20, 1996.

NEW PACKET ENGINES (WA) INCORPORATED,
a Washington corporation

By: Bernard Daines
Bernard Daines, President

PACKET ENGINES INCORPORATED,
a California corporation

By: Bernard Daines
Bernard Daines, President

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PLAN OF MERGER OF**PACKET ENGINES INCORPORATED, a California corporation****INTO****NEW PACKET ENGINES (WA) INCORPORATED, a Washington corporation**

1. The names of the corporations planning to merge are Packet Engines Incorporated, a California corporation (the Merging Corporation), and New Packet Engines (WA) Incorporated, a Washington corporation (the Surviving Corporation).

2. The sole Director of each corporation deems it advisable and in the best interests of each corporation to merge the Merging Corporation into the Surviving Corporation, as authorized by the laws of the State of Washington and pursuant to the terms and conditions of this Plan of Merger.

3. As of January 1, 1997, the effective date of the Merger, by virtue of the Merger, each share of common stock of the Merging Corporation issued and outstanding immediately prior to the Merger shall automatically and without any action on the part of the holder thereof be cancelled, and the certificate representing such share shall be surrendered and cancelled.

4. As of January 1, 1997, the effective date of the Merger, the separate existence of the Merging Corporation shall cease, and said corporation will be merged in accordance with the provisions of this Plan into the Surviving Corporation, which shall possess all the properties and assets and all the rights, privileges, powers, immunities and franchises of whatever nature and description, and shall be subject to all restrictions, disabilities, duties and liabilities of the Merging Corporation; and all such things shall be taken and deemed to be transferred to and vested in the Surviving Corporation without further act or deed; and the title to any real estate or other property, or any interest therein, vested by deed or otherwise in the Merging Corporation shall be vested in the Surviving Corporation without reversion or impairment.

5. As of January 1, 1997, the effective date of the Merger, Article I of the Articles of Incorporation of the Surviving Corporation shall be amended to read as follows:

The name of the corporation is Packet Engines (WA) Incorporated.

Dated: December 20, 1996.

NEW PACKET ENGINES (WA) INCORPORATED
a Washington corporation

By: BERNARD DAINES
Bernard Daines, President

PACKET ENGINES INCORPORATED
a California corporation

By: BERNARD DAINES
Bernard Daines, President

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