

FORM PTO-1618A

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11-25-1998

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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

12-22-1998



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

- Individual General Partnership Limited Partnership Association
- Corporation
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

12/21/1998 DNGUYEN 00000083 75366366

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01 FC:481	40.00 OP
02 FC:482	25.00 OP
03 FC:998	10.00 OP

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 1829 FRAME: 0649

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

703-749-1384

Name

Glyna Christian Parde, Esquire

Address (line 1)

Greenberg Traurig

Address (line 2)

8180 Greensboro Drive, Suite 850

Address (line 3)

McLean, Virginia 22102

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

2

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

75/366366

75/366367

75/397619

Registration Number(s)

Number of Properties

Enter the total number of properties involved.

#

3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 75.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

50-0653

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Glyna Christian Parde

Name of Person Signing



Signature

11-25-98

Date Signed

State of Delaware
Office of the Secretary of State PAGE 1

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 MERGER, WHICH MERGES:
"BLACKBOARD LLC", A DELAWARE LIMITED LIABILITY COMPANY,
WITH AND INTO "MIKAYLA CORPORATION" UNDER THE NAME OF
"BLACKBOARD INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF JANUARY, A.D. 1998, AT 9:05 O'CLOCK A.M.



A handwritten signature in cursive script, appearing to read "Edward J. Freul".

Edward J. Freul, Secretary of State

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AUTHENTICATION: 9290937

DATE: 09-08-98

TRADEMARK
REEL: 1829 FRAME: 0651

**STATE OF DELAWARE
CERTIFICATE OF MERGER OR CONSOLIDATION OF
DOMESTIC CORPORATION AND
LIMITED LIABILITY COMPANY**

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is Mikayla Corporation, a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Blackboard LLC, a Delaware limited liability company.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving corporation and the merging limited liability company.

THIRD: The name of the surviving corporation in the merger herein certified is Mikayla Corporation; which will continue to exist as said surviving corporation under the name Blackboard Inc. upon the effective date of said merger.

FOURTH: The certificate of incorporation of Mikayla Corporation is to be amended and changed by reason of the merger herein certified by striking out article FIRST, relating to the name of said surviving corporation, and by substituting in lieu thereof the following article:

"**FIRST:** The name of the corporation (hereinafter called the "corporation") is Blackboard Inc."

FIFTH: The merger is to become effective upon filing.

SIXTH: The Agreement of Merger is on file at 1244 19th Street, Floor One, Washington, D.C. 20036, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the corporation on request, without cost, to any member of the surviving corporation or stockholder of the merging limited liability company.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by an authorized officer, the 14th day of January, 1998.

MIKAYLA CORPORATION
BY: /s/ Michael L. Chasen
Michael L. Chasen, President