

5.17.99

05-21-1999



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To the Honorable Commissioner of Patents and Trademarks  
thereof.

Documents or copy

<p><b>1. Name of conveying party(ies):</b> First Virtual Corporation</p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership    <input type="checkbox"/> Limited Partnership  <input checked="" type="checkbox"/> Corporation-California  <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes  <input checked="" type="checkbox"/> No</p> <p><b>3. Nature of conveyance:</b></p> <p><input type="checkbox"/> Assignment    <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement    <input type="checkbox"/> Change of Name  <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>July 31, 1998</u></p>	<p><b>2. Name and address of receiving party(ies):</b></p> <p>Name: <u>FVC.COM, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>3393 Octavius Drive, Suite 102</u></p> <p>City: <u>Santa Clara</u> State: <u>CA</u> ZIP <u>95054</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation- <u>California</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached:  <input type="checkbox"/> Yes    <input type="checkbox"/> No  (Designation must be a separate document from Assignment).  Additional name(s) &amp; address(es) attached? <input type="checkbox"/> Yes    <input checked="" type="checkbox"/> No</p>
<p><b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s)</p> <p>Additional numbers attached? <input type="checkbox"/> Yes    <input checked="" type="checkbox"/> No</p>	<p><b>B. Trademark Registration No.(s)</b> 1,991,735; 2,140,548</p>
<p><b>5. Name and address of party to whom correspondence concerning document should be mailed:</b></p> <p>Name: <u>Cooley Godward LLP</u></p> <p>Internal Address: _____  <u>Susan D. Berney-Key, Esq.</u></p> <p>Street Address: <u>Five Palo Alto Square</u>  <u>3000 El Camino Real</u></p> <p>City: <u>Palo Alto</u> State: <u>CA</u> ZIP <u>94306</u></p>	<p><b>6. Total number of applications and registrations involved:</b> 2</p> <p><b>7. Total fee (37 CFR 3.41):</b> <u>\$65.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p><b>8. Deposit account number:</b>  <u>03-3118</u>  (Attach duplicate copy of this page if paying by deposit account)</p>

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.*

  
Susan D. Berney-Key, Esq.      Date: 05/13/1999, 1999

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

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

05/20/1999 JSHABAZZ 00000152 1991735

01 FC:481      40.00 DP  
02 FC:482      25.00 DP

*State of Delaware*  
*Office of the Secretary of State*      PAGE 1

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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:

"FVC.COM INC.", A DELAWARE CORPORATION,

WITH AND INTO "FIRST VIRTUAL CORPORATION" UNDER THE NAME OF "FVC.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF AUGUST, A.D. 1998, AT 12 O'CLOCK P.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9735593

DATE: 05-11-99

TRADEMARK

" REEL: 001899 FRAME: 0346

## CERTIFICATE OF OWNERSHIP AND MERGER

## MERGING

FVC.COM, INC.  
a Delaware Corporation

## INTO

FIRST VIRTUAL CORPORATION  
a Delaware Corporation

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Pursuant to Section 253 of the  
General Corporation Law of the State of Delaware

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First Virtual Corporation, a corporation organized and existing under the General Corporation Law of the State of Delaware.

## DOES HEREBY CERTIFY:

**FIRST:** That this corporation owns all of the outstanding shares of FVC.COM, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware.

**SECOND:** That this corporation, by the following resolutions of its Board of Directors, duly adopted by Unanimous Written Consent pursuant to Section 141(f) of the General Corporation Law of the State of Delaware on the 28th day of July, 1998, determined to merge FVC.COM, Inc. into itself on the terms and conditions set forth in such resolutions:

**RESOLVED,** that FVC.COM, Inc. be merged with and into the Corporation and that the Corporation be the surviving corporation in such merger;

**FURTHER RESOLVED,** that the merger shall become effective upon the date and time of the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware;

**FURTHER RESOLVED,** that upon the effectiveness of the merger, the Corporation shall assume all of the liabilities and obligations of FVC.COM, Inc.; and

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1.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 12:00 PM 08/03/1998  
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FURTHER RESOLVED, that upon the effectiveness of the merger, the name of the Corporation shall be changed to "FVC.COM, Inc." and Article I of the Amended and Restated Certificate of Incorporation of the Corporation shall be amended to read as follows:

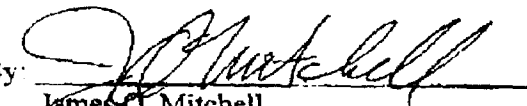
"I: The name of the corporation is:

FVC.COM, Inc."

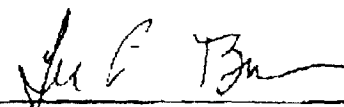
IN WITNESS WHEREOF, this Certificate of Ownership and Merger is hereby executed on behalf of the surviving Corporation, First Virtual Corporation, and attested to by its officers thereunto duly authorized.

Dated as of July 31, 1998

FIRST VIRTUAL CORPORATION

By:   
James O. Mitchell  
Vice President and Chief  
Financial Officer

ATTEST:

By:   
Lee F. Benton,  
Secretary

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