

MD 2/8/00

FORM PTO-1018A
Expires 06/20/99
OMB 0651-0027

03-10-2000

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

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OPR/FINANCE 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 Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

- Mark if additional names of conveying parties attached
- Name Execution Date
Month Day Year
- 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/AKA/TA
- Composed of
- Address (line 1)
- Address (line 2)
- Address (line 3)
City State/Country Zip Code
- Individual General Partnership Limited Partnership 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.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

03/09/2000 DNGUYEN 00000312 090474 75194596

FOR OFFICE USE ONLY

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

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

<input type="text"/>	<input type="text" value="75194596"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="2158331"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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.

Grazia T. Micewicz

Name of Person Signing

Grazia T. Micewicz

Signature

2/8/00

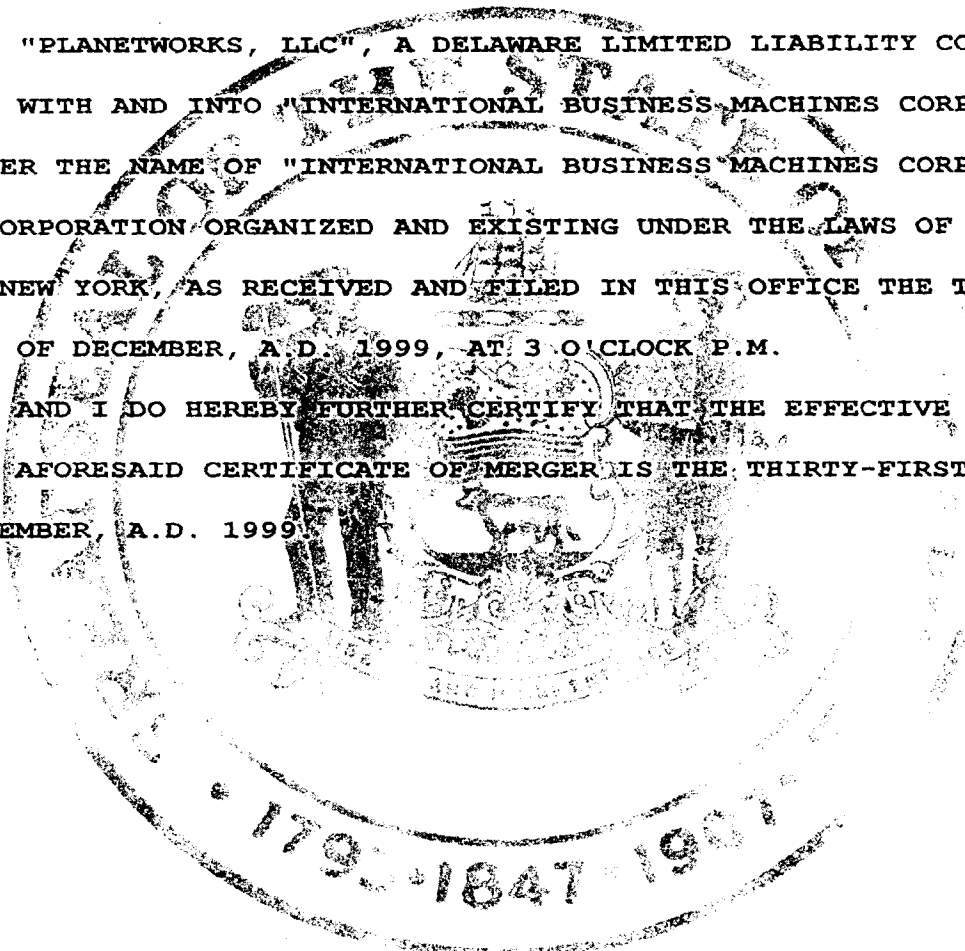
Date Signed

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 MERGER, WHICH MERGES:

"PLANETWORKS, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "INTERNATIONAL BUSINESS MACHINES CORPORATION" UNDER THE NAME OF "INTERNATIONAL BUSINESS MACHINES CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF NEW YORK, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF DECEMBER, A.D. 1999, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 1999.



Edward J. Freel

Edward J. Freel, Secretary of State

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991535022

0138105

AUTHENTICATION:

DATE:

12-14-99

CERTIFICATE OF MERGER
OF
PLANETWORKS, LLC
INTO
INTERNATIONAL BUSINESS MACHINES CORPORATION

Pursuant to Sec. 18-209 of the Delaware Limited Liability Company Act, the undersigned surviving corporation submits the following Certificate of Merger for filing and certifies that:

1. The name and jurisdiction of formation or organization of each of the limited liability companies or other business entities which are to merge are:

<u>Name</u>	<u>Jurisdiction</u>
International Business Machines Corporation (hereinafter "IBM")	New York (corporation)
Planetworks, LLC (hereinafter "Planetworks")	Delaware (limited liability company)

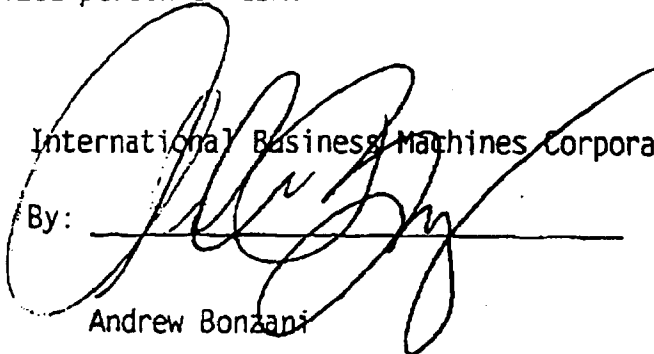
2. A plan of merger has been approved and executed by Planetworks and IBM.
3. The name of the surviving corporation is: International Business Machines Corporation.
4. The merger shall become effective on December 31, 1999.
5. The plan of merger is on file at IBM, which is located at Route 100, Somers, NY, 10589.
6. A copy of the plan of merger will be furnished by IBM on request and without cost, to any member of Planetworks or any person holding an interest in IBM.
7. IBM agrees that it may be served with process in the State of Delaware in any action, suit, or proceeding for the enforcement of any obligation of Planetworks irrevocably appointing the Secretary of State as its agent to accept service of process in any such action, suit or proceeding, and specifies the following address as the address to which a copy of any such process shall be mailed to it by the Secretary of State:

International Business Machines Corporation, Attention: Donald D. Westfall,
Esq., New Orchard Road, Armonk, New York, 10504.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 13th day of December, 1999, and is being filed in accordance with Sec. 18-209 of the Act by an authorized person of IBM.

International Business Machines Corporation

By: _____

A large, stylized handwritten signature in black ink, appearing to read 'Andrew Bonzani', is written over a horizontal line. The signature is highly cursive and loops around the line.

Andrew Bonzani

Assistant Secretary

*State of New York
Department of State* } *ss:*

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on



JAN 05 2000

A handwritten signature in black ink, appearing to read "J. L. ...", written over a horizontal line.

Special Deputy Secretary of State

DOS-1266 (5/96)

F 991214000724

CT-07

CERTIFICATE OF MERGER
OF
PLANETWORKS, LLC
INTO
INTERNATIONAL BUSINESS MACHINES CORPORATION
UNDER SECTION 904-a OF THE BUSINESS CORPORATION LAW

International Business Machines Corporation pursuant to the provisions of Section 905 of the Business Corporation Law of the State of New York, hereby certifies as follows:

1. International Business Machines Corporation (originally formed under the name Computing-Tabulating-Recording Co.), is a corporation of the State of New York. Planetworks, LLC, is a limited liability company of the State of Delaware. International Business Machines Corporation owns all of the issued and outstanding membership interest of Planetworks, LLC.
2. The certificate of incorporation of International Business Machines Corporation was filed in the Department of State on the 16th day of June, 1911.
3. Planetworks, LLC, a limited liability company, was formed on the 12th day of November, 1996, pursuant to the Limited Liability Company Act Law of the State of Delaware and its application for authority to do business in the State of New York was filed in the Department of State on the 27th day of July, 1998.
4. An agreement of merger has been approved and executed by International Business Machines and Planetworks, LLC on September 30, 1999.
5. International Business Machines Corporation is the surviving corporation.
6. The merger shall be effective on the 31st day of December, 1999.

(NY)

7. The merger is permitted by the laws of the State of Delaware and is in compliance therewith.
8. The agreement of merger is on file with International Business Machines Corporation at Route 100, Somers, NY, 10589.

IN WITNESS WHEREOF, this certificate has been signed on the 13th day of December, 1999, and the statements contained therein are affirmed as true under penalties of perjury.

INTERNATIONAL BUSINESS MACHINES
CORPORATION

By 

Andrew Bonzani
Assistant Secretary

PLANETWORKS, LLC

By 

John B. Donaldson
Attorney-in-fact

(NY)

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CT-07

CERTIFICATE OF MERGER

F 991214000724

OF

PLANETWORKS, LLC

INTO

INTERNATIONAL BUSINESS MACHINES CORPORATION

Under Section 904-a of the Business Corporation Law

Dec 14 3 04 PM '99

FILED

JW

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 14 1999

TAX \$ 0

BY: *JW*

WESTCHESTER

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International Business Machines Corporation

Route 100

P.O. Box 100

Somers, NY 10589-0000

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