

08-01-2000



SHEET

7.10.00

101419396

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 Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date
Month Day Year
5/31/00

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

Corporation Association

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

FOR OFFICE USE ONLY

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) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

07/31/2000 DNGUYEN 00000265 75247113

01 FC:481 40.00 DP
02 FC:482 275.00 DP

DUR1262364/1

011401300
07/31/2000 DNGUYEN
Name/Number 75247113
\$165.00 CR
FC: 704

TRADEMARK
REEL: 002112 FRAME: 0460

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)			Registration Number(s)		
<input type="text" value="75/247,113"/>	<input type="text" value="75/531765"/>	<input type="text" value="75/842,106"/>	<input type="text" value="1,804,217"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/842,108"/>	<input type="text" value="75/531,761"/>	<input type="text" value="75/840,918"/>	<input type="text" value="1,789,783"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/182,378"/>	<input type="text" value="75/531,758"/>	<input type="text" value="75/531,760"/>	<input type="text" value="2,195,785"/>	<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): \$

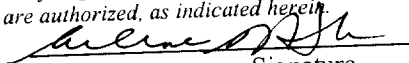
Method of Payment: Enclosed Deposit Account
 Deposit Account (any deficiency)
 (Enter for payment by deposit account or if additional fees can be charged to the account.)
 Deposit Account Number: #

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.

Arlene D. Hanks
Name of Person Signing


Signature

7-7-00
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 OWNERSHIP, WHICH MERGES:

"CYGNUS SOLUTIONS", A CALIFORNIA CORPORATION, WITH AND INTO "RED HAT, INC." UNDER THE NAME OF "RED HAT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF MAY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF MAY, A.D. 2000.

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

2945436 8100M

001269330



Edward J. Freel

Edward J. Freel, Secretary of State

0463427

AUTHENTICATION:

05-26-00

DATE:

TRADEMARK

REEL: 002112 FRAME: 0462

CERTIFICATE OF OWNERSHIP AND MERGER

OF

CYGNUS SOLUTIONS
(a California corporation)

into

RED HAT, INC.
(a Delaware corporation)

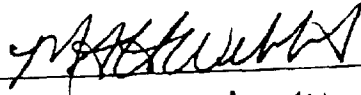
Pursuant to §253 of
Delaware General Corporation Law

It is hereby certified that:

1. Red Hat, Inc. (the "Corporation") is a corporation organized under the laws of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of capital stock of Cygnus Solutions, a corporation organized under the laws of the State of California, ("Cygnus").
3. The laws of the jurisdiction of organization of Cygnus permit the merger of a corporation of that jurisdiction with a corporation of another jurisdiction.
4. The Corporation hereby merges Cygnus into the Corporation pursuant to §253 of Delaware General Corporation Law.
5. Attached hereto as Exhibit A is a copy of the resolutions adopted unanimously on May 24, 2000 by the Board of Directors of the Corporation to merge Cygnus into the Corporation.
6. The effective time of this Certificate of Ownership and Merger, and the effective merger time, shall be 11:59 p.m. on May 31, 2000.

Executed on the 25th day of May, 2000.

RED HAT, INC.

By: 
Name: MARK H. WEBRINK
Title: GENERAL COUNSEL

**RESOLUTIONS
OF THE
BOARD OF DIRECTORS
OF
RED HAT, INC.**

May 24, 2000

The Board of Directors of Red Hat, Inc., a Delaware corporation (the "Corporation"), adopted the following resolutions at its regularly scheduled meeting on May 24, 2000:

WHEREAS, the Corporation is the owner of all of the outstanding shares of capital stock of Cygnus Solutions, a corporation organized under the laws of California ("Cygnus"); and

WHEREAS, the Board, after duly reviewing the ramifications of merging Cygnus into Red Hat, wishes to effect the merger of Cygnus into Red Hat; and

WHEREAS, by Cygnus being the wholly-owned subsidiary of Red Hat, the merger of Cygnus into Red Hat may be effected, pursuant to Section 1110 of the California General Corporation Law and Section 253 of the Delaware General Corporation Law, by resolution of this Board.

NOW, THEREFORE, BE IT HEREBY RESOLVED, that the Board, after due consideration of the financial circumstances of the Corporation, hereby adopts the following resolutions for the purpose of effecting the merger of Cygnus into the Corporation, and

BE IT FURTHER RESOLVED, that Cygnus be merged into the Corporation, and that all of the estate, property rights, privileges, powers, and franchises of Cygnus be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Cygnus in its name; and

BE IT FURTHER RESOLVED, that the Corporation assume all of the obligations of Cygnus; and

BE IT FURTHER RESOLVED, that the Corporation shall cause to be executed and filed any and all documents prescribed by the laws of the State of Delaware, by the laws of the State of California, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within such jurisdictions; and

BE IT FURTHER RESOLVED, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions shall be 11:59 p.m. on May 31, 2000, and that, insofar as the General Corporation Law of the State of Delaware shall govern the same, said time shall be the effective merger time; and

BE IT FURTHER RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed on its behalf to take all such actions and to prepare, execute and deliver any and all certificates, instruments and documents, agreements and undertakings, and to do any and all acts or things, as they or any of them, consider necessary, appropriate or desirable to carry out the intent and purposes of all of the foregoing resolutions.

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RECORDED: 07/10/2000

**TRADEMARK
REEL: 002112 FRAME: 0465**