



11-17-2000

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

10-23-2000



U.S. Patent & TM Office/TM Mail Rpt Dt. #61

Office of Patents and Trademarks

101520069

3 copy thereof.

1. Name of conveying party: Escient, Inc

Individual(s)       Association

General Partnership       Limited Partnership

Corporation-State of Indiana

Other \_\_\_\_\_

Additional name(s) of conveying parties(ies) attached:       Yes       No

Name of receiving party(ies):

Name: CDDB, Inc.

Internal Address: \_\_\_\_\_

Street Address: 6325 Digital Way

City: Indianapolis      State: IN      Zip: 46278

Individual(s) citizenship \_\_\_\_\_

Association \_\_\_\_\_

General Partnership \_\_\_\_\_

Limited Partnership \_\_\_\_\_

Corporation-State of Delaware

Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:       Yes       No  
(Designation must be a separate document from Assignment)

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

3. Nature of Conveyance:

Assignment       Merger

Security Agreement       Change of Name

Other \_\_\_\_\_

Execution Date: \_\_\_\_\_

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

A. Trademark Application No.(s)  
75/789,596    75/783,052    75/789,551

B. Trademark registration No.(s):  
2,171,311    2,172,920,    2,206,720    2,365,002

Additional numbers attached?       Yes       No

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41): ..... \$ 190.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: 09-0007

(Attach duplicate copy of this page if paying by deposit account)

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

Name: C. Joe Miller

Internal Address: ICE MILLER

Street Address: One American Square, Box 82001

City: Indianapolis      State: Indiana      ZIP: 46282

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.*

C. Joe Miller      [Signature]      October 16 2000

Name of Person Signing      Signature      Date

Total number of pages including cover sheet: 4

OMB No. 0651-0011 (exp 4/94)

Do not detach this portion

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

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

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231 and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

TRADEMARK  
REEL: 002178 FRAME: 0354

**CERTIFICATE OF MERGER  
OF  
FOREIGN CORPORATION  
INTO  
DELAWARE CORPORATION**

**(Under Section 252 of the General Corporation Law  
of the State of Delaware)**

THE UNDERSIGNED, CDDDB, Inc. (the "Surviving Corporation"), a corporation existing pursuant to the provisions of the General Corporation Law of the State of Delaware, as amended, (the "Delaware Act") in compliance with the requirements of the Delaware Act, and desiring to effect a merger of Escient, Inc., an Indiana corporation, with and into the Surviving Corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations are:

- (a) CDDDB, Inc. ("CDDDB"), a Delaware corporation; and
- (b) Escient, Inc. ("Escient"), an Indiana corporation.

2. An agreement and plan of merger (the "Agreement and Plan of Merger") has been approved, adopted, certified, executed and acknowledged by CDDDB and by Escient in accordance with the provisions of subsection (c) of Section 252 of the Delaware Act.

- (a) The name of the Surviving Corporation is CDDDB, Inc.
- (b) The Certificate of Incorporation of CDDDB, as previously amended and/or restated, shall be the Certificate of Incorporation of the Surviving Corporation.
- (c) The Surviving Corporation is a corporation of the State of Delaware.

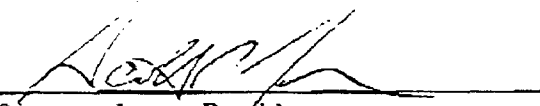
3. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation at 2141 4<sup>th</sup> Street, Berkeley, California 94710.

4. A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any shareholder of CDDDB or former shareholder of Escient.


5. The authorized capital stock of the Surviving Corporation is (a) 50,000,000 shares of Common Stock, \$0.01 par value, issuable in one or more series, and (b) 15,000,000 shares of Preferred Stock, \$0.01 par value, issuable in one or more series, 8,500,000 of which shall be designated Series A Convertible Preferred Stock.

IN WITNESS WHEREOF, the Surviving Corporation has caused this certificate to be signed by Scott A. Jones, its President, and attested by Nora B. Doherty, its Secretary, to be effective December 31, 1999.

**CDDB, INC.**

By:   
Scott A. Jones, President

**ATTEST:**

By:   
Nora B. Doherty, Secretary

State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "CDDB, INC." AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 1999, AT 11:30 O'CLOCK A.M.

CERTIFICATE OF MERGER, FILED THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 1999, AT 1:30 O'CLOCK P.M.

CERTIFICATE OF AMENDMENT, FILED THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 6 O'CLOCK P.M.

CERTIFICATE OF MERGER, FILED THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 6:01 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.



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\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0326417

DATE: 03-20-00

TRADEMARK  
REEL: 002178 FRAME: 0357

Mark: **ESCIENT (and Design)**  
Registration No.: **2,171,311**  
Filed: July 7, 1998  
Original Owner: Escient, LLC  
Our File No.: 17380.0002

Mark: **ESCIENT**  
Registration No.: **2,172,920**  
Filed: July 14, 1998  
Original Owner: Escient, LLC  
Our File No.: 17380.0002

Mark: **TUNEBASE**  
Registration No.: **2,206,720**  
Filed: December 1, 1998  
Original Owner: Escient, LLC  
Our File No.: 17380.0002

Mark: **WE MAKE TECHNOLOGY BEHAVE**  
Registration No.: **2,365,002**  
Filed: July 4, 2000  
Original Owner: Escient, Inc.  
Our File No.: 17380.0002

Dear Sir/Madam:

Enclosed for recordation are two (2) Form PTO-1594, Recordation Cover Sheets for Trademarks. The first cover sheet is to record the Certificate of Merger of Escient, Inc. into CDDB, Inc. into the above referenced registrations and pending applications. The Second Cover Sheet is to record the Assignment of Marks and verified statement from CDDB, Inc. to Escient Technologies, LLC into the above referenced registrations and pending applications.

Additionally enclosed is a check in the amount of \$380.00 to pay both recordation fees for the seven above identified trademark applications and registrations. You are hereby authorized to charge any underpayment of fees for this filing to Deposit Account No. 09-007. When doing so, please refer to our client number 17380.0002.