

01-16-2001



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

19-21-00

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

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
- Citizenship/State of Incorporation/Organization

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.)

FOR OFFICE USE ONLY

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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

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

(541) 686-8833

Name

JON V. BUERSTATTE

Address (line 1)

GLEAVES SWEARINGEN LARSEN POTTER SCOTT & SMITH LLP

Address (line 2)

975 OAK STREET, SUITE 800

Address (line 3)

P. O. BOX 1147

Address (line 4)

EUGENE, OR 97440-1147

Pages

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

#

-0-

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)

74/252,175

1,779,576 1,921,771

74/581,737

1,841,701 2,086,326

74/581,800

1,902,450

Number of Properties

Enter the total number of properties involved.

8

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 215.00

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:

#

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.

DAVID SCRIBNER, SECRETARY



Oct 12, 2000

Name of Person Signing

Signature

Date Signed

ARTICLES OF MERGER
OF
PENMETRICS, INC.,
an Oregon corporation
INTO
TRIPOD DATA SYSTEMS, INC.,
an Oregon corporation

FILED
OCT - 2 2000
OREGON
SECRETARY OF STATE

The undersigned corporation hereby executes the following Articles of Merger pursuant to ORS 60.494.

1. The name and state of incorporation of each of the constituent corporations proposing to merge are:
 - 1.1 PenMetrics, Inc., an Oregon corporation (the "Acquired Corporation"); and
 - 1.2 Tripod Data Systems, Inc., an Oregon corporation (the "Surviving Corporation").
2. The name of the Surviving Corporation is Tripod Data Systems, Inc., an Oregon corporation.
3. A copy of the Plan of Merger approved by the Board of Directors of the Surviving Corporation is attached.
4. Shareholder approval was not required for the Acquired Corporation and the Surviving Corporation, and the mailing of a copy of the Plan of Merger was waived by the holder of all outstanding shares of the Acquired Corporation.

SURVIVING CORPORATION:

TRIPOD DATA SYSTEMS, INC.,
an Oregon corporation

By: David Scribner
David Scribner, President

Person to contact about this filing: Jon V. Buerstatte (541) 686-8833
Name Daytime Phone Number

PLAN OF MERGER

DATED: September 19, 2000

BETWEEN: TRIPOD DATA SYSTEMS, INC., an Oregon corporation (herein called "Parent"); and
PENMETRICS, INC., an Oregon corporation (herein called "Subsidiary").

This Plan of Merger is made in respect of the following facts:

- A. Parent is a corporation duly organized and existing under the laws of the State of Oregon, having its principal office at 345 S. W. Avery Avenue, Corvallis, Oregon 97333.
- B. Subsidiary is a corporation duly organized and existing under the laws of the State of Oregon and is a 100% owned subsidiary of Parent. The outstanding capital stock of Subsidiary consists of 500,000 shares of common stock, without par value, which have been issued to and are held by Parent.
- C. The board of directors of Parent has adopted this Plan of Merger in accordance with and under the authority of ORS 60.491.

NOW, THEREFORE, Parent, in accordance with the applicable provisions of the Oregon Business Corporation Act, hereby adopts the following Plan of Merger:

1. MERGER; EFFECT OF MERGER

At the Effective Date of the Merger:

- 1.1 Subsidiary shall be merged with and into Parent, which shall be the Surviving Corporation (such merger being herein called the "Merger"), and the separate existence of Subsidiary shall cease. The corporate existence of Parent shall continue unaffected and unimpaired by the Merger, and as the Surviving Corporation it shall continue to be governed by the laws of the State of Oregon.
- 1.2 The articles of incorporation of Parent shall continue to be its articles of incorporation following the effective date of the merger, until the same shall be altered or amended.
- 1.3 The bylaws of Parent shall be and remain the bylaws of the Surviving Corporation until altered, amended, or repealed.
- 1.4 The officers and directors of Parent in office on the effective date of the merger shall continue in office and shall constitute the directors and officers of Parent for the term elected until their respective successors shall be elected or appointed and qualified.
- 1.5 As the Surviving Corporation, Parent shall thereupon and thereafter possess all the rights, privileges, powers and franchises of a public as well as of a private nature, and be subject to all the restrictions, disabilities and duties of each of Parent and Subsidiary;

and all property, real, personal and mixed, and all debts due to Subsidiary on whatever account, or belonging to Subsidiary shall be vested in Parent; and all property, rights, privileges, powers and franchises, and all and every other interest shall be thereafter as effectually the property of Parent as they were of Subsidiary; and all debts, liabilities and duties of Subsidiary shall thenceforth attach to Parent and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it.

1.6 Any action or proceeding pending by or against Subsidiary may be prosecuted as if the merger had not taken place, or Parent may be substituted in such action or proceeding.

1.7 From time to time after consummation of the Merger, the officers and directors of Parent shall have the power and authority, in the name of and on behalf of Subsidiary, to execute and deliver such instruments, and take or cause to be taken such further or other action as shall be necessary in order to vest, perfect or confirm (of record or otherwise) Parent's title to and possession of all the property, rights, privileges, powers and franchises of Subsidiary, and otherwise to carry out the purposes of this Plan of Merger.

2. CANCELLATION OF SHARES

On the Effective Date of the Merger, all outstanding shares of Subsidiary, shall, by virtue of the Merger and without any other action on the part of Subsidiary, be cancelled and retired, and no shares of stock or other securities of Parent shall be issuable with respect thereto.

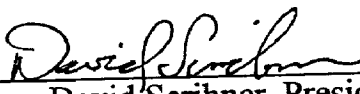
3. EFFECTIVE DATE OF THE MERGER

Upon execution of this Plan of Merger, Articles of Merger shall be filed with the Oregon Secretary of State, Corporation Division, to become effective at the date of filing (such date of effectiveness being herein called the "Effective Date of the Merger").

IN WITNESS WHEREOF, Parent has caused this Plan of Merger to be executed on its behalf as of the first date written above.

PARENT:

TRIPOD DATA SYSTEMS, INC.,
an Oregon corporation

By: 
David Scribner, President