

1-22-01

02-06-2001



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/

To the Honorable Commissioner of Patents

101605262

1. Name of conveying party(ies):
CDDDB, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-Delaware
- Other _____

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

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other _____

Execution Date: June 20, 2000

all documents or copy thereof.

Name and address of receiving party(ies):

Name: Escient Technologies, LLC

Internal Address: 6325 Digital Way

Street Address: _____

City: Indianapolis State: Indiana Zip: 46278

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership A Delaware Limited Liability Company

Corporation-State _____

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

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

A. Trademark Application No.(s)

75/889,696

75/889,510

B. Trademark registration No



01-22-2001

U.S. Patent & TMO/TM Mail Rpt Dt. #70

Additional numbers attached? Yes No

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

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41): \$ 65.00

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)

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

Name of Person Signing

[Signature]

Signature

1/19/01

Date

Total number of pages including cover sheet:

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

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Re: Verified Statement under TMEP 501.01(a) Assignment of Intent-To-Use Applications

Mark: **OPENGLOBE**
Application No.: 75/889696
Filed: January 6, 2000
Original Owner: Escient, Inc.
Our File No.: T01992-US-0 (17380.0002)

Mark: **OPENGLOBE**
Application No.: 75/889510
Filed: January 6, 2000
Original Owner: Escient, Inc.
Our File No.: T01992-US-1 (17380.0002)

DECLARATION

I, Nora Doherty, hereby swear and affirm as follows:

1. I am the Corporate Secretary for all of the following companies: CDDB, Inc. ("CDDB"), Escient Technologies, LLC ("Escient Technologies"), OpenGlobe, Inc. ("OpenGlobe") and Escient Convergence Group, Inc. ("Escient Convergence"). As Corporate Secretary for these companies, I have actual authority to sign this declaration on behalf of CDDB, Escient Technologies, OpenGlobe and Escient Convergence. I additionally was the Corporate Secretary for Escient, Inc. the prior Applicant for the above referenced applications.
2. Escient, Inc. ("Applicant") applied for the marks OPENGLOBE serial number 75/889696 and OPENGLOBE serial number 75/889510 (collectively hereafter referred to as "Trademarks").
3. On December 31, 1999 Applicant was merged into CDDB (Articles of Merger of Escient, Inc. into CDDB, Inc. attached as Exhibit B).
4. January 1, 2000 and on June 20, 2000 CDDB transferred certain businesses and assets to Escient Technologies. The portion of the business of Applicant to which the

Trademarks pertain was transferred to Escient Technologies, and that business is ongoing and existing. Escient Technologies is the successor to CDDB for the business of the Applicant to which the Trademarks pertain. (Assignment of Trademarks from CDDB to Escient Technologies attached as Exhibit C).

5. On January 1, 2000 and on June 20, 2000 Escient Technologies transferred certain businesses and assets to Escient Convergence. The portion of the business of Applicant to which the Trademarks pertain was transferred to Escient Convergence, and that business is ongoing and existing. Escient Convergence is the successor to Escient Technologies for the businesses of Applicant to which the Trademarks pertain. (Assignment of Trademarks from Escient Technologies to Escient Convergence attached as Exhibit D).

6. On August 29, 2000 the name of Escient Convergence Group, Inc. was changed to OpenGlobe, Inc. (Certificate of Amendment of the Certificate of Incorporation attached as Exhibit E.)

7. The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements may jeopardize the validity of the application or any resulting registration, and that all statements made of her own knowledge are true and all statements made on information and belief are believed to be true.

11/9/2000

Date



Nora Doherty

Corporate Secretary CDDB, Inc.

Corporate Secretary Escient Convergence Group, Inc.

Corporate Secretary OpenGlobe, Inc.

Corporate Secretary Escient Technologies, LLC

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.



Edward J. Freel

Edward J. Freel, Secretary of State

3115610 8100H

001140077

AUTHENTICATION: 0326417

DATE: 03-20-00

TRADEMARK
REEL: 002230 FRAME: 0481

**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.

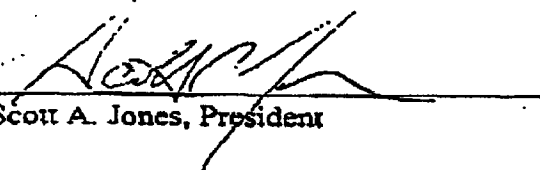
3. The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation at 2141 4th Street, Berkeley, California 94710.

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

ASSIGNMENT OF TRADEMARKS

WHEREAS, CDDB, Inc. (the "Assignor"), a Delaware corporation having an address of 6325 Digital Way, Indianapolis, Indiana 46278, is the owner of the following trademarks (collectively "MARKS") that have been registered or applied for with the United States Patent and Trademark Office:

<u>Mark</u>	<u>Services</u>	<u>Application No.</u>	<u>Application Date</u>
OPENGLOBE	Providing purchasing and information gathering capability through home electronic devices, systems and appliances	75/889,696	January 6, 2000
OPENGLOBE	Computer hardware and computer software for the purchasing and information gathering of goods and services via access to global computer networks through home electronic devices, systems and appliances	75/889,510	January 6, 2000

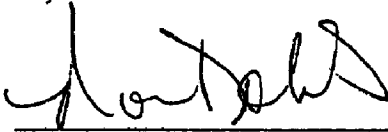
WHEREAS, Escient Technologies, LLC (the "Assignee"), a Delaware limited liability company having an address of 6325 Digital Way, Indianapolis, Indiana 46278, is desirous of acquiring these trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby assigns to Assignee all rights, title and interest in and to said MARKS and all applications and registrations thereof, together with the goodwill of the business associated with or symbolized by said marks and the above-identified registrations thereof, and including the right to sue and collect damages for any and all past infringements.

Assignee is the successor to the portion of the business to which the MARKS pertain and that business is ongoing.

Effective as of the 20th day of June, 2000.

CDDB, INC.

By: 
Nora Doherty
Corporate Secretary CDDB, Inc.

STATE OF Indiana)

COUNTY OF Boone)

Sworn to and subscribed before me, a Notary Public of the State of
Indiana,

County of Boone, this 20th day of June, 2000.

Lisa Ellen Hull

Notary Public

My Commission Expires:

November 21, 2007

Lisa Ellen Hull

Printed

January 18, 2001

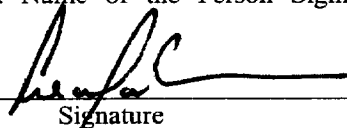
WRITER'S DIRECT NUMBER: (317) 236-5996
internet:millerj@icemiller.com

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Box Assignment - FEE
Assistant Commissioner
for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3513

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513 on 1/18/01
(Date of Deposit)

LISA PATINO
Printed or Typed Name of the Person Signing the Certificate


Signature

1/18/01
Date of Signature

Re: Recordation of Assignment of Marks
Applicant: Escient Technologies, LLC
Mark: OPENGLOBE
Application No.: 75/889,696
Filed: January 6, 2000
Our File No.: T01992-US-0 (17380.0002)

Mark: OPENGLOBE
Application No.: 75/889,510
Filed: January 6, 2000
Our File No.: T01992-US-1 (17380.0002)



01-22-2001

U.S. Patent & TMOfo/TM Mail RptDt. #70

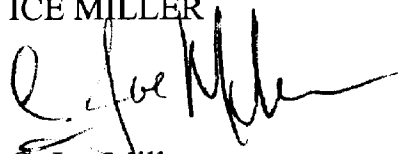
To Whom It May Concern:

Enclosed for recordation is Declaration with attachments and an Assignment of Marks, accompanied by a Cover Sheet, along with a check in the amount of \$65 to pay the recordation fee for the above-referenced trademark applications.

Please record the assignment at your earliest convenience. Please feel free to call the undersigned if you have any questions regarding this filing.

Respectfully submitted,

ICE MILLER



C. Joe Miller

CJM:kvw

Enclosure: Recordation Cover Sheet
Declaration w/Attachments
Assignment of Marks
Check in the Amount of \$65
Return Postcard

cc: Nora Doherty

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