

03-08-2001

FORM PTO-1594
(Rev. 6-93)

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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101628160

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): FVC.COM, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation Delaware <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance: <u>2-26-01</u></p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>January 31, 2001</u></p>	<p>2. Name and address of receiving party(ies): Name: <u>First Virtual Communications, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>3393 Octavius Drive, Suite 102</u></p> <p>City: <u>Santa Clara</u> State: <u>California</u> Zip: <u>95054</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation- <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment). Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) <u>75/531316; 75/931115</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration No.(s) <u>1,991,735; 2,140,548; 2,411,159</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Cooley Godward LLP</u></p> <p>Internal Address: _____ <u>Susan D. Berney-Key, Esq.</u></p> <p>Street Address: <u>Five Palo Alto Square.</u> <u>3000 El Camino Real</u></p> <p>City: <u>Palo Alto</u> State: <u>CA</u> ZIP <u>94306-2155</u></p>	<p>6. Total number of applications and registrations involved: <u>5</u></p> <p>7. Total fee (37 CFR 3.41):. <u>\$140.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: <u>03-3118</u> (Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

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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.

Susan D. Berney-Key Date: 2/21/01
Susan D. Berney-Key

Total number of pages including cover sheet, attachments, and document: 4

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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01 FC:481 40.00 OP
02 FC:482 100.00 OP

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, 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:

"FIRST VIRTUAL COMMUNICATIONS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "FVC.COM, INC." UNDER THE NAME OF "FIRST VIRTUAL COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF FEBRUARY, A.D. 2001, AT 1 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIFTH DAY OF FEBRUARY, A.D. 2001, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 0952487

DATE: 02-02-01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 PM 02/02/2001
010055413 - 2814567

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

FIRST VIRTUAL COMMUNICATIONS, INC.
a Delaware Corporation

INTO

FVC.COM, INC.
a Delaware Corporation

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

FVC.COM, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation owns all of the outstanding shares of First Virtual Communications, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware.

SECOND: That this corporation, by the following resolutions of its Board of Directors, duly adopted by Unanimous Written Consent pursuant to Section 141(f) of the General Corporation Law of the State of Delaware on the 17th day of January, 2001, determined to merge First Virtual Communications, Inc. into itself on the terms and conditions set forth in such resolutions:

RESOLVED, that First Virtual Communications, Inc. be merged with and into the corporation and that the corporation be the surviving corporation in such merger;

FURTHER RESOLVED, that the merger shall become effective at 9:00 A.M. EST on February 5, 2001, following the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware;

FURTHER RESOLVED, that upon the effectiveness of the merger, the corporation shall assume all of the liabilities and obligations of First Virtual Communications, Inc.; and

FURTHER RESOLVED, that upon the effectiveness of the merger, the name of the corporation shall be changed to "First Virtual Communications, Inc." and Article I of the Amended and Restated Certificate of Incorporation of the corporation shall be amended to read as follows:

"ARTICLE I. The name of this corporation is First Virtual Communications, Inc."

IN WITNESS WHEREOF, this Certificate of Ownership and Merger is hereby executed on behalf of the surviving corporation, FVC.COM, Inc., by its officers thereunto duly authorized.

Dated as of January 31, 2001

FVC.COM, INC.

By: /s/Randy Acres-----
Randy Acres
Chief Financial Officer

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