

07-19-2001



629101

101782464
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

JUN 29

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

Merger Effective Date
Month Day Year
12 31 00

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
12 31 00

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)

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

07/18/2001 00000160 090474 2234007

FOR OFFICE USE ONLY

01 FC:481 40.00 CH
02 FC:482 125.00 CH

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

TRADEMARK
REEL: 002331 FRAME: 0468

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)

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

(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.

Grazia T. Micewicz

Grazia T. Micewicz

6-26-01

Name of Person Signing

Signature

Date Signed

PLAN OF MERGER OF

CP Labs Holdings

INTO

International Business Machines Corporation

ARTICLE I

NAMES OF CORPORATIONS

The name of the subsidiary corporation to be merged is CP Labs Holdings. The name of the parent and surviving corporation is International Business Machines Corporation, which owns one hundred percent (100%) of all of the outstanding shares of such subsidiary corporation. International Business Machines Corporation was originally formed under the name of Computing-Tabulating-Recording-Co.

ARTICLE II

OUTSTANDING SHARES OF CORPORATION TO BE MERGED

The designation and number of outstanding shares of each class of CP Labs Holdings are: common stock - one thousand (1,000) shares, all of which are owned by International Business Machines Corporation.

ARTICLE III

TERMS AND CONDITIONS OF MERGER

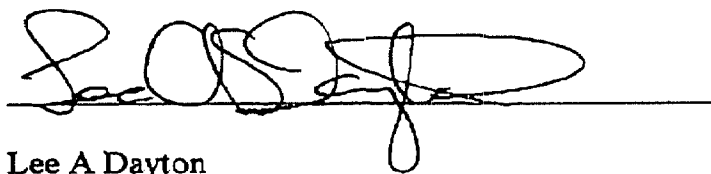
The merger shall be effective on December 31, 2000. At that time, all shares of CP Labs Holdings shall be canceled and retired and shall cease to exist and no consideration shall be delivered in exchange therefor.

ARTICLE IV

ADOPTION OF PLAN OF MERGER BY BOARD OF PARENT CORPORATION

This plan of merger was duly adopted by the board of directors of International Business Machines Corporation.

IN WITNESS WHEREOF, the undersigned has signed this plan of merger this 27th day of December, 2000.



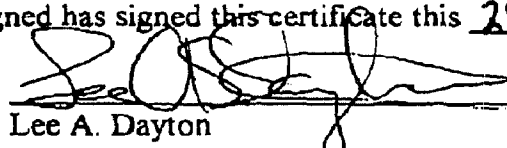
Lee A Dayton
Vice President,
Corporate Development and Real Estate
International Business Machines Corporation

CERTIFICATE OF MERGER OF**CP Labs Holdings****INTO****International Business Machines Corporation****UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW**

The undersigned, Lee A. Dayton being the Vice President, Corporate Development and Real Estate of International Business Machines Corporation, a domestic corporation duly organized and existing under and by virtue of the laws of the State of New York, does hereby certify and set forth the following with respect to a merger approved pursuant to delegations adopted by the board of directors of International Business Machines Corporation:

- (1) The name of the subsidiary corporation to be merged is CP Labs Holdings. The name of the parent and surviving corporation is International Business Machines Corporation, which owns one hundred percent (100%) of all of the outstanding shares of such subsidiary corporation.
- (2) The designation and number of outstanding shares of CP Labs Holdings are: common stock - one thousand (1,000) shares, all of which are owned by the parent corporation.
- (3) The effective date of the merger shall be December 31, 2000.
- (4) The date when the original certificate of incorporation of International Business Machines Corporation was filed in the Department of State is June 16, 1911, under the name of Computing-Tabulating-Recording-Co.
- (5) The plan of merger was duly adopted by the board of directors of International Business Machines Corporation, is permitted by, and is in compliance with, the laws of California.
- (6) The jurisdiction of incorporation of CP Labs Holdings is the State of California. The date of incorporation of CP Labs Holdings is September 26, 1995. No application by CP Labs Holdings for authority to do business in the State of New York has been filed in the Department of State.

IN WITNESS WHEREOF, the undersigned has signed this certificate this 27th day of December, 2000.



Lee A. Dayton
Vice President,
Corporate Development and Real Estate
International Business Machines Corporation

TRADEMARK

REEL: 002331 FRAME: 0471

PLAN OF MERGER OF

Dascom, Inc.

INTO

CP Labs Holdings

ARTICLE I NAMES OF CORPORATION

The name of the subsidiary corporation to be merged is Dascom, Inc. The name of the parent and surviving corporation is CP Labs Holdings, which owns one hundred percent (100%) of the outstanding shares of such subsidiary corporation.

ARTICLE II OUTSTANDING SHARES OF CORPORATION TO BE MERGED

The designation and number of outstanding shares of each class of Dascom, Inc. are: common stock, 2,500 shares, all of which are owned by CP Labs Holdings.

ARTICLE III TERMS AND CONDITIONS OF MERGER

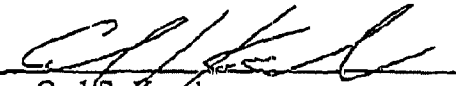
The merger shall be effective on December 31, 2000. At that time, all shares of Dascom, Inc. shall be canceled and retired and shall cease to exist and no consideration shall be delivered in exchange therefor.

ARTICLE IV ADOPTION OF PLAN OF MERGER BY CORPORATION

The plan of merger was duly adopted by the President of CP Labs Holdings pursuant to authority delegated by the Board of Directors of CP Labs Holdings.

IN WITNESS WHEREOF, the undersigned has signed this plan of merger this 28th day of December, 2000.

CP LABS HOLDINGS

By: 
Name: Carl S. Kessler
Title: President

CERTIFICATE OF OWNERSHIP

MERGING

Dascom, Inc.

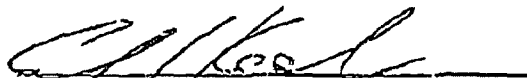
INTO

CP Labs Holdings

We, Carl S. Kessler, the President, and Mike S Kiec, the Secretary of CP Labs Holdings, do hereby certify:

1. That we are the President and the Secretary of this corporation.
2. That this corporation is duly organized and existing under the laws of the State of California.
3. That this corporation owns one hundred percent (100%) of the outstanding shares of Dascom, Inc., a corporation duly organized and existing under the laws of the State of California, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.
4. That a plan of merger was approved by the board of the directors of this corporation authorizing that CP Labs Holdings merge into itself Dascom, Inc., its subsidiary, and assume all of its obligations pursuant to Section 1110 of the California Corporations Code.
5. That the entire plan of merger as set forth above was duly approved by the board of directors of Dascom, Inc.

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed on December 28, 2000.


Carl S. Kessler, President


Mike S. Kiec, Secretary