

08-08-2001

Docket No.:

13392.0010

Tab settings



101803669

To the Honorable Commissioner of Paten

Attached original documents or copy thereof.

1. Name of conveying party(ies):

Zombie, L.L.C.
a/k/a Zombie, LLC

8-20)

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other Limited Liability Company
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

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

Execution Date: May 30, 2000

Name and address of receiving party(ies):

Name: Zombie, Inc.

Internal Address:

Street Address: 114 1/2 First Avenue South, Studio 3

City: Seattle State: WA ZIP: 98104

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

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

A. Trademark Application No.(s)

78/002,963
78/002,964

Additional numbers

B. Trademark Registration No.(s)

1,978,883 2,053,356
2,016,144 2,377,054
2,024,532

Yes No

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

Name: Karl M. Zielaznicki, Esq.

Internal Address: Jenkins & Gilchrist Parker Chapin LLP

The Chrysler Building

Street Address: 405 Lexington Avenue

City: New York State: NY ZIP: 10174

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:

500-672

08/08/2001 TB1A21 00000028 78002963

DO NOT USE THIS SPACE

01 FC:481 40.00 OP
02 FC:482 150.00 OP

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.

Karl M. Zielaznicki
Name of Person Signing

Signature

August 2, 2001

Date

Total number of pages including cover sheet, attachments, and

5

TRADEMARK

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ZOMBIE, L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "ZOMBIE, INC." UNDER THE NAME OF "ZOMBIE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MAY, A.D. 2000, AT 9:01 O'CLOCK A.M.

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



A handwritten signature in black ink, appearing to read "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

3239884 8100M

001274768

AUTHENTICATION:

DATE:

0481141

06-06-00

TRADEMARK

REEL: 002343 FRAME: 0199

CERTIFICATE OF MERGER

OF

ZOMBIE, L.L.C.

INTO

ZOMBIE, INC.

(Under Section 18-209 of the Delaware Limited Liability Company Act and
Section 264(c) of the Delaware General Corporation Act)

It is hereby certified that:

1. The name and state of domicile of each of the constituent parties participating in the merger herein certified are as follows:

(i) Zombie, L.L.C., which is formed under the laws of the State of Delaware ("Zombie L.L.C."); and

(ii) Zombie, Inc., which is incorporated under the laws of the State of Delaware ("Zombie, Inc.").

2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent parties in accordance with the provisions of Section 18-209 of the Delaware Limited Liability Company Act and subsection (c) of Section 264 of the Delaware General Corporation Law ("DGCL").

3. The name of the surviving corporation in the merger herein certified is Zombie, Inc., which will continue its existence as said surviving corporation upon the effective date of said merger pursuant to the provisions of the DGCL.

4. The certificate of incorporation of Zombie, Inc., as now in force and effect, shall continue to be the certificate of incorporation of said surviving corporation until amended and changed pursuant to the provisions of the DGCL.

5. The executed Agreement and Plan of Merger between the aforesaid constituent parties is on file at the principal place of business of Zombie, Inc. the address of which is as follows:

Zombie, Inc.
114 1/2 First Avenue South, Studio 3
Seattle, WA 98104

6. A copy of the aforesaid Agreement and Plan of Merger will be furnished by Zombie, Inc., on request and without cost, to any stockholder of Zombie, Inc. or any member of Zombie L.L.C..

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger on this 30th day of May, 2000.

ZOMBIE L.L.C.
By: ADVANCED INTERACTIVE SYSTEMS,
INC. in its capacity as Manager

By: Alan M. Davis
Name: Alan M. Davis
Title: Chief Executive Officer

ZOMBIE, INC.

By: J. Alexander
Name: Joanna Alexander
Title: Co/President