

09-12-2001



TRADEMARK

RE 101840140
COVER SHEET
TRADEMARKS ONLY

9-10-01

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or cop(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
 Change of Name Month Day Year
 Other 6/20/2000
 Other

Conveying Party

Mark if additional names of conveying parties attached

Name DoubleTwist, Inc.

Execution Date
Month Day Year
6/20/2000

Formerly _____

Individual General Partnership Limited Partnership Corporation Association
 Other
 Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of conveying parties attached

Name DoubleTwist, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 2001 Broadway

Address (line 2) _____

Address (line 3) Oakland California 94612

City State/Country Zip Code
 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.
 Association
 Other (Designation must be a separate document from Assignment.)
 Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

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 REQUEST TO RECORD ASSIGNMENT DOCUMENT 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

09/11/2001 6TDM11 00000056 76032161

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

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** 415 772-6881

Name Beth M. Goldman, Esq.

Address (line 1) 333 Bush Street

Address (line 2) San Francisco, CA 94104-2878

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments #6

Trademark Application Number(s) or Registration Numbers(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)		
76/032161	76/032163		2460384		
76/032159	76/176339				
75/903306	75/289340				

Number of Properties Enter the total number of properties involved. #7

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): # \$190.00

Method of Payment: **Check** Enclosed [X] Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

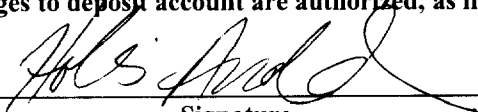
Deposit Account Number: # 08-1645

Authorization to charge additional fees: Yes [X] 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.

Hollis B. Arnold, Esq.



Name of Person Signing

Signature

9-7-01
Date Signed

State of California



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

SEP 06 2001



Bill Jones

Secretary of State

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FILED
In the Office of the Secretary of State
of the State of California

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PAGE 1

AUG 01 2000 JS

State of Delaware

Office of the Secretary of State

Bill Jones
BILL JONES, 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:

"DOUBLETWIST, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "DOUBLETWIST, INC." UNDER THE NAME OF
"DOUBLETWIST, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE TWENTY-SECOND DAY OF JUNE, A.D. 2000, AT 10 O'CLOCK
A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

3194621 8100M

0589522

001383692

AUTHENTICATION:

07-28-00

DATE:

TRADEMARK

REEL: 002364 FRAME: 0785

CERTIFICATE OF MERGER
OF
DOUBLETWIST, INC., A CALIFORNIA CORPORATION
with and into
DOUBLETWIST, INC., A DELAWARE CORPORATION
Under Section 252 of the General Corporation Law of the State of Delaware

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, as amended, DoubleTwist, Inc., a Delaware corporation ("DoubleTwist-Delaware"), hereby certifies to the following information relating to the merger of DoubleTwist, Inc., a California corporation ("DoubleTwist-California"), with and into DoubleTwist-Delaware (the "Merger").

1. The name and the state of incorporation of each of the constituent corporations in the Merger are:

- a) DoubleTwist, Inc., a California corporation; and
- b) DoubleTwist, Inc., a Delaware corporation.

2. An agreement and plan of reorganization, dated as of June 19, 2000 by and between DoubleTwist-California and DoubleTwist-Delaware ("Merger Agreement"), setting forth the terms and conditions of such Merger has been approved, adopted, certified, executed and acknowledged by the constituent corporations pursuant to subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The name of the surviving corporation is: DoubleTwist, Inc. ("Surviving Corporation")

4. The Certificate of Incorporation of DoubleTwist-Delaware, as it exists immediately prior to the time this Certificate is duly filed with the Secretary of State of the State of Delaware, shall be the Certificate of Incorporation of the Surviving Corporation and thereafter may be amended in accordance with its terms and as provided by law.

5. An executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, which is located at 1999 Harrison Street, 11th Floor, Oakland, California.

6. A copy of the Merger Agreement shall be furnished by the Surviving Corporation, on request and without cost, to any stockholder of DoubleTwist-California or DoubleTwist-Delaware.

7. The authorized capital stock of DoubleTwist-California immediately prior to the time this Certificate is duly filed with the Secretary of State of the State of Delaware is 100,000,000 shares of Common Stock and 66,197,329 shares of Preferred Stock, 4,887,500 of which are designated Series A1 Preferred Stock, 256,834 of which are designated Series A Preferred Stock, 6,208,552 of which are designated Series B Preferred Stock, 28,094,443 of which are designated Series C Preferred Stock and 26,750,000 of which are designated Series D Preferred Stock.

IN WITNESS WHEREOF, DoubleTwist, Inc., a Delaware corporation, has caused this Certificate to be signed by John Couch, its authorized officer, on the 20th day of June, 2000.

DOUBLETWIST, INC.

By: _____


John Couch

Title: President & Chief Executive Officer