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U.S. Patent & TMO/ TM Mail Rcpt Dt. #76



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To the Honorable Commissioner of Patents and Trademarks:

1. **Name of conveying party(ies):**  
**VICINITY CORPORATION**  
**1135a San Antonio Road**  
**Palo Alto, California 94303**  
**legal entity: California corporation**

2. **Name and address of receiving party(ies):**  
**VICINITY CORPORATION**  
**370 San Aleso Avenue**  
**Sunnyvale, California 94085-1410**  
**legal entity: Delaware corporation**

*1-16-02*

**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)**

3. **Nature of conveyance: Merger**  
**Execution or Effective Date: *January 27, 2000***

4. **Registration number(s): 2,292,728**

5. **Correspondence concerning documents should be mailed to:**  
**Eric D. Offner, Esq.**  
**20 Joy Drive**  
**New Hyde Park, New York 11040**  
**Telephone: (516) 627-6334**

6. **Total number of applications/registrations involved: (1)**

7. **Total fee (37 C.F.R. 3.41) \$40.00 (\$40.00 for 1<sup>st</sup> and \$25.00 each addtl.)**

**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.**

**Eric D. Offner**  
 01/28/2002 DBYRNE 00000104 2292728  
 01 FC:481 40.00 OP

*Eric D. Offner Jan 14, 2002*

*1-16-02*

ERIC D. OFFNER  
**Name of Person signing**

  
**Signature**

Jan 14, 2002  
**Date**

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FROM LATHAM &amp; WATKINS SV

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*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 IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"VICINITY CORPORATION", A CALIFORNIA CORPORATION,  
WITH AND INTO "VICINITY MERGER SUB CORPORATION" UNDER THE NAME OF "VICINITY CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

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



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0222161

DATE: 01-27-00