

02-06-2002

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



EET

101974890

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

1. Name of conveying party(ies):

CALGARY I ACQUISITION CORP.

1-22-02

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

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

Execution Date: October 30, 2001

2. Name and address of receiving party(ies):

Name: COREL, INC.

Internal Address: _____

Street Address: 1600 Carling Avenue

City: Ottawa State: Ontario ZIP: Canada K1Z 8R7

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

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)
Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No.(s)

76/060,945

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: P. Weston Musselman, Jr.

Jenkins & Gilchrist, P.C.

Internal Address: _____

Street Address: 1445 Ross Avenue, Ste. 3200

City: Dallas State: Texas Zip: 75202-2799

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

- Enclosed
- Authorized to be charged to deposit account.

(If check is not received with this correspondence or additional fees are required, please charge to deposit account 10-0447.)

8. Deposit Account number: _____

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

P. Weston Musselman, Jr.
Name of Person Signing

P. Weston Musselman, Jr.
Signature

11/19/01
Date

Total number of pages comprising cover sheet: 4

02/05/2002 GT0N11 00000115 76060945

01 FC:481

40.00 DP

Our Docket Ref.: 02632-00455

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Assignee: Corel, Inc.

Serial No.: 76/060,945

Filed: 05/31/2000

Mark: PROCESS CENTRAL

§
§
§
§
§
§
§

DESIGNATION OF DOMESTIC REPRESENTATIVE

BOX ASSIGNMENT FEE

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

To the Commissioner for Trademarks:

Corel, Inc., a Canadian corporation, having a principal place of business at 1600 Carling Avenue, Ottawa, Ontario K1Z 8R7, hereby designates the law firm of Jenkins & Gilchrist, a Professional Corporation, 1445 Ross Avenue, Suite 3200, Dallas, Texas 75202-2799, (214) 855-4500, as Applicant's representative upon whom notice of process in proceedings affecting the above-referenced mark may be served.

COREL, INC.

November 13, 2001

Date

By:

Printed Name & Title:

JOHN Blaine
Executive Vice President Finance
CFO and Treasurer

JENKENS & GILCHRIST,
a Professional Corporation
1445 Ross Avenue, Suite 3200
Dallas, Texas 75202-2799
(214) 855-4500

ATTORNEYS FOR ASSIGNEE

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 MERGER, WHICH MERGES:

"CALGARY I ACQUISITION CORP.", A DELAWARE CORPORATION, WITH AND INTO "COREL, INC." UNDER THE NAME OF "COREL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF OCTOBER, A.D. 2001, AT 12:30 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2329894 8100M

AUTHENTICATION: 1418156

010544152

DATE: 10-30-01

OCT. 29. 2001 8:10PM

MCCARTHY TETRAULT 613 238 2166

NO. 6426 P. 5

CERTIFICATE OF MERGER

OF

CALGARY I ACQUISITION CORP.
(a Delaware corporation)

INTO

COREL, INC.
(a Delaware corporation)

(Pursuant to Section 251 of the Delaware General Corporate Law)

Pursuant to the provisions of Section 251 of the General Corporate Law of the State of Delaware (the "GCL"), Corel, Inc., a corporation organized and existing under the laws of Delaware, DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are Corel, Inc., a Delaware corporation ("Corel"), and Calgary I Acquisition Corp., a Delaware corporation ("Calgary I"). Each of Corel and Calgary I are sometimes hereinafter referred to as the "constituent corporations".

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the GCL.

THIRD: That the name of the surviving corporation of the merger is Corel, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Corel, Inc., which is the surviving corporation, shall be the Certificate of Incorporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation, the address of which is 1600 Carling Avenue, Ottawa, Ontario, Canada, K1Z 8R7.

NY1000000000000

OCT. 29. 2001 8:10PM

MCCARTHY TETRAULT 613 230 2166

NO. 5426 P. 6

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the merger contemplated hereby and by the Agreement and Plan of Merger shall become effective as of the date of filing of this Certificate of Merger.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Merger to be executed on behalf of the undersigned corporation by John Blaine, Chief Financial Officer, this 30th day of October, 2001.

COREL, INC.

By


John Blaine

Title: Chief Financial Officer

NY1-EDDREU-2

2