

04-11-2002

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TO: The Commissioner of Patents &



hed original document(s) or copy(ies).

Submission Type

102051276

type

- New**
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

- Assignment
- License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger**
- Change of Name
- Other _____

Execution Date: **December 31, 2001**

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
12/31/2001

Name **AN Systems, L.L.C.**

Formerly _____

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other Limited Liability Company**

Citizenship/State of Incorporation/Organization: **a Delaware Limited Liability Company**

Receiving Party

Mark if additional names of conveying parties attached

Name **Civia, Inc.**

DBA/AKA/TA _____

Composed of _____

Address (line 1) **140 Fourth Avenue North**

Address (line 2) **Suite 210**

Address (line 3) **Seattle** **Washington** **98109**
City State/County 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.
- Corporation**
- Association

Other _____ (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization **Delaware Corporation**

04/10/2002 BYRNE 00000284 78055817

FOR OFFICE USE ONLY

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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:
Assistant Commissioner of Patents and Trademarks, Box Assignments, 2900 Crystal Drive, Arlington, Virginia 22202-3513

TRADEMARK
REEL: 002480 FRAME: 0477

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 206-340-9619

Name Robert C. Cumbow

Address (line 1) Graham & Dunn PC

Address (line 2) 1420 Fifth Avenue, Suite 3300

Address (line 3) Seattle, Washington

Address (line 4) 98101-2390

Pages Enter the total number of pages of the attached conveyance document including any attachments. # 3

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)

78/055,817 _____

Registration Number(s)

Number of Properties Enter the total number of properties involved. # 1

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.00

Method of Payment: **Enclosed** Deposit Account

Deposit Account

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

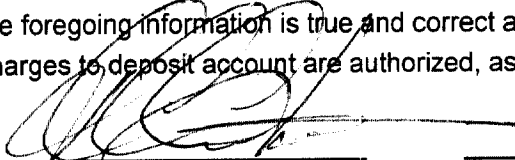
Deposit Account Number # 07-1847

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.

Robert C. Cumbow
Name of Person Signing


Signature

March 12, 2002
Date Signed

Delaware

PAGE 1

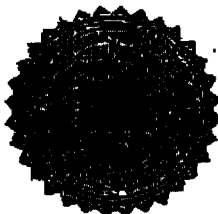
The First State

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:

"AN SYSTEMS, L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "CIVIA, INC." UNDER THE NAME OF "CIVIA, 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 DECEMBER, A.D. 2001, AT 11:02 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2002.

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



3467921 8100M

010677004

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1533472

DATE: 12-31-01

TRADEMARK
REEL: 002480 FRAME: 0479

DEC. 31. 2001 12:46PM

CORPORATE TRUST CENTER

NO. 3006 P. 22/23

12/28/2001 16:35 FAX 206 583 8500

PERKINS COIE

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:02 AM 12/31/2001
010677004 - 3467921

CERTIFICATE OF MERGER**OF****AN SYSTEMS, L.L.C.****INTO****CIVIA, INC.**

Pursuant to the provisions of Section 18-209 of the Limited Liability Company Act of Delaware (the "LLC Act") and Section 264 of the Delaware General Corporation Law (the "Corporate Act"), the following Certificate of Merger is executed for the purpose of merging AN Systems, L.L.C., a Delaware Limited Liability Company with and into Civia, Inc., a Delaware corporation (the "Surviving Entity"):

1. The name and state of formation and domicile of each constituent entity of the merger are (a) AN Systems, L.L.C., a Delaware limited liability company and (b) Civia, Inc., a Delaware corporation.
2. The Agreement and Plan of Merger and Note Conversion has been duly approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the LLC Act and the Corporate Act;
3. The name of the Surviving Entity is Civia, Inc., a Delaware corporation.
4. The Certificate of Incorporation currently filed with the Secretary of State of the State of Delaware for Civia, Inc., a Delaware corporation, shall be the Certificate of Incorporation of the Surviving Entity.
5. The executed Agreement and Plan of Merger and Note Conversion is on file at the principal place of business of the Surviving Entity whose address is 140 Fourth Avenue North, Suite 210, Seattle, Washington 98106.
6. A copy of the Agreement and Plan of Merger and Note Conversion will be furnished by the Surviving Entity, on request and without cost, to any stockholder or member of either constituent entity.

[SBO13460313.DOC]

12/16/01

DEC. 31. 2001 12:46PM

CORPORATE TRUST CENTER

NO. 3006 P. 23/23

12/28/2001 16:35 FAX 206 583 8500

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7. Pursuant to Section 1 of the Agreement and Plan of Merger and Note Conversion, this merger shall take effect at 12:01 a.m. Eastern Standard Time on January 1, 2002.

IN WITNESS WHEREOF, the undersigned, being an authorized representative of the Surviving Entity who is duly authorized by the Board of Directors of the same to execute this instrument, has signed his name and affirmed that this instrument is the act and deed of the corporation and that the statements herein are true, under penalties of perjury, this 31st day of December, 2001.

CIVIA, INC., a Delaware corporation

By:

Name: Tim Sherwood

Its Vice President, Operations