

3/26/02

04-12-2002

Form PTO-1594
(Rev. 03/01)
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Tab settings



U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):
Security Portal, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- 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: 3/23/2001

2. Name and address of receiving party(ies)

Name: Security Portal, Inc. a wholly owned subsidiary of Atomic Tangerine, Inc.

Street Address: 333 Ravenswood Ave.

City: Menlo Park State: CA Zip: 94025

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

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

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FINANCE SECTION

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

A. Trademark Application No.(s)
76/126,715

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Anne W. Glazer, Esq.

Internal Address:
Lane Powell Spears Lubersky LLP
Suite 2100

Street Address: 601 SW Second Avenue

City: Portland State: OR Zip: 97204

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.60

- Enclosed
 - Authorized to be charged to deposit account
- additional fees or overpayment credit

8. Deposit account number:

12-0277

(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.

Anne W. Glazer
Name of Person Signing

Anne W. Glazer
Signature

3-26-02
Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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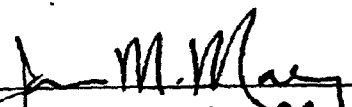
ARTICLES OF MERGER
of
SECURITY PORTAL, INC.,
a Washington corporation
and
ATOMIC TANGERINE MERGER SUB, INC.,
a Delaware corporation

THESE ARTICLES OF MERGER are executed for the purpose of merging Atomic Tangerine Merger Sub, Inc., a Delaware corporation with and into Security Portal, Inc., a Washington corporation.

The Plan of Merger is attached hereto and made a part hereof. This Merger was duly approved by the shareholders of each corporation pursuant to RCW 23B.11.030.

Dated: March 23, 2001

SECURITY PORTAL, INC.


Name: JAMES M. MACOMBER
Its: PRESIDENT & CEO

PLAN OF MERGER
of
ATOMIC TANGERINE MERGER SUB, INC.,
a Delaware corporation
into
SECURITY PORTAL, INC.,
a Washington corporation

This Plan of Merger is pursuant to RCW 23B.11.110 and the terms of this Plan of Merger are as follows:

1. The names of the corporations planning to merge are:

Security Portal, Inc., a Washington corporation
Atomic Tangerine Merger Sub, Inc., a Delaware corporation

The name of the surviving corporation is:

Security Portal, Inc.

2. The Merger will be effective as of March ~~25~~, 2001 (the "Effective Date").

3. As of the Effective Date, by virtue of the Merger, each share of common stock of Security Portal, Inc. issued and outstanding immediately prior to the Merger shall automatically and without any action on the part of the holder thereof be converted into 0.41068 of a share of Class A Common Stock of AtomicTangerine, Inc., a Delaware corporation ("AtomicTangerine"). Each share of Series A Preferred Stock and Series B Preferred Stock of Security Portal, Inc. issued and outstanding immediately prior to the Merger shall automatically and without any action on the part of the holder thereof be converted into 0.41068 of a share of of Series A-1 Preferred Stock and Series B-1 Preferred Stock of AtomicTangerine, respectively. Each share of common stock of Atomic Tangerine Merger Sub, Inc., a wholly owned subsidiary of AtomicTangerine ("AT Merger Sub"), issued and outstanding prior to the Merger shall automatically and without any action on the part of the holder thereof be converted into one share of common stock of SecurityPortal, Inc.


4. As of the Effective Date, the separate existence of AT Merger Sub shall cease, AT Merger Sub will be merged in accordance with the provisions of this Plan of Merger into Security Portal, Inc., and Security Portal, Inc. shall be a wholly owned subsidiary of AtomicTangerine. Security Portal, Inc. shall possess all the properties and assets and all the rights, privileges, powers, immunities and franchises of whatever nature and description, and shall be subject to all restrictions, disabilities, duties and liabilities of AT Merger Sub; and all such things shall be taken and deemed to be transferred to and vested in Security Portal, Inc. without further act or deed.

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Dated: March 23, 2001

SECURITY PORTAL, INC.

ATOMIC TANGERINE MERGER SUB, INC.


Name: JAMES M. MADOMY
Its: PRESIDENT & CEO

Name: _____
Its: _____

Dated: March 23, 2001

SECURITY PORTAL, INC.

ATOMIC TANGERINE MERGER SUB, INC.

Name: _____
Its: _____

Mark Champion

Name: MARK CHAMPION
Its: TREASURER