

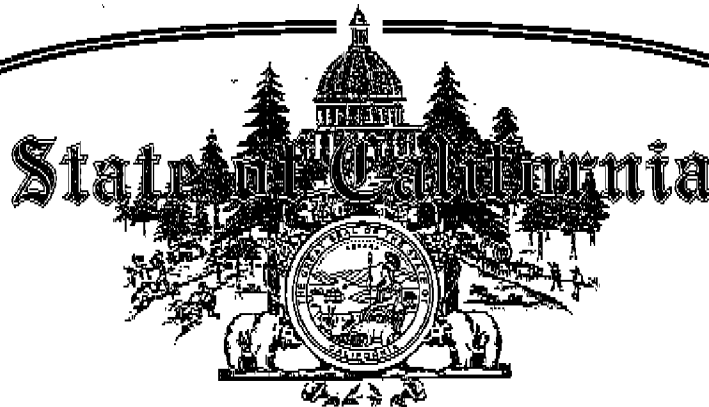
| Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings ⇌ ⇌ ⇌ | | RECORDATION FORM COVER SHEET TRADEMARKS ONLY | | U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office | |
|--|--|---|---|---|--|
| To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof. | | | | | |
| 1. Name of conveying party(ies): Embarcadero Technologies, Inc. <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation-State - California <input type="checkbox"/> Other _____ </div> <div> <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership </div> </div> Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | | 2. Name and address of receiving party(ies) Name: <u>Embarcadero Technologies, Inc.</u> Internal Address: _____ Address: <u>425 Market Street, Suite 425</u> Street Address: _____ City: <u>San Francisco</u> State: <u>CA</u> Zip: <u>94105</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small> | | |
| 3. Nature of conveyance: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Assignment <input type="checkbox"/> Security Agreement <input type="checkbox"/> Other _____ </div> <div> <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ </div> </div> Execution Date: <u>February 14, 2000</u> | | | 4. Application number(s) or registration number(s): <div style="display: flex; justify-content: space-between;"> <div style="width: 45%;"> A. Trademark Application No.(s) _____ </div> <div style="width: 50%;"> B. Trademark Registration No.(s) <div style="display: flex; justify-content: space-between;"> 1,900,443 1,898,740 2,203,227 </div> </div> </div> Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| 5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Harold J. Milstein</u> Internal Address: <u>Heller Ehrman White & McAuliffe LLP</u> _____ _____ <u>275 Middlefield Road</u> Street Address: _____ _____ <div style="display: flex; justify-content: space-between;"> <div> <u>Menlo Park</u> City: _____ </div> <div> <u>CA</u> State: _____ </div> <div> <u>94025</u> Zip: _____ </div> </div> | | | 6. Total number of applications and registrations involved: 3 7. Total fee (37 CFR 3.41):\$ <u>90.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account. | | |
| 8. Deposit account number: <u>08-1645</u> _____ <small>(Attach duplicate copy of this page if paying by deposit account)</small> | | | 9. Statement and signature. <i>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.</i> <div style="display: flex; justify-content: space-between; align-items: flex-end; margin-top: 20px;"> <div style="width: 30%;"> <u>Harold J. Milstein</u> Name of Person Signing </div> <div style="width: 30%; text-align: center;"> Signature </div> <div style="width: 30%; text-align: right;"> <u>February 6, 2003</u> Date </div> </div> <div style="text-align: right; margin-top: 10px;"> 5 </div> | | |

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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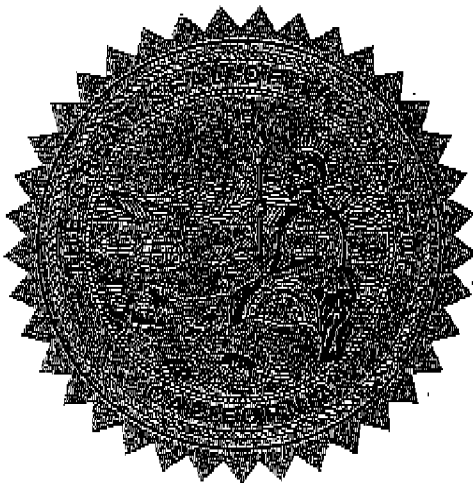
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**SECRETARY OF STATE**

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

That the attached transcript of 3 page(s) has been compared with the record on file in this office, 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

APR 27 2001

Bill Jones

Secretary of State

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ENDORSED - FILED
in the office of the Secretary of State
of the State of California

APR 13 2000

State of Delaware

PAGE 1

Office of the Secretary of State

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:

"EMBARCADERO TECHNOLOGIES, INC." A CALIFORNIA CORPORATION,
WITH AND INTO "EMBARCADERO TECHNOLOGIES, INC." UNDER THE
NAME OF "EMBARCADERO TECHNOLOGIES, INC.", A CORPORATION
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,
AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF
FEBRUARY, A.D. 2000, AT 4:30 CLOCK P.M.

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



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001076680

Edward J. Freel, Secretary of State

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AUTHENTICATION

TRADEMARK

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 02/15/2000
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CERTIFICATE OF MERGER

OF

**EMBARCADERO TECHNOLOGIES, INC.,
a California corporation**

INTO

**EMBARCADERO TECHNOLOGIES, INC.,
a Delaware corporation**

**(UNDER SECTION 252 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)**

Embarcadero Technologies, Inc., a Delaware corporation, hereby certifies that:

- (1) The name and state of incorporation of each of the constituent corporations are:
- (a) Embarcadero Technologies, Inc., a Delaware corporation ("Embarcadero Delaware"); and
 - (b) Embarcadero Technologies, Inc., a California corporation ("Embarcadero California").
- (2) An Agreement of Merger has been approved, adopted, certified, executed and acknowledged by Embarcadero California and by Embarcadero Delaware in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
- (3) The name of the surviving corporation is Embarcadero Technologies, Inc., a Delaware corporation, which will continue its existence as the surviving corporation under its present name upon the effective date of the merger.
- (4) The certificate of incorporation of Embarcadero Delaware shall be the certificate of incorporation of the surviving corporation after the effectiveness of the merger.

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(5) The executed Agreement of Merger is on file at the principal place of business of the surviving corporation, Embarcadero Delaware, located at 425 Market Street, Suite 425, San Francisco, CA 94105.

(6) A copy of the Agreement of Merger will be furnished by Embarcadero Delaware, on request and without cost, to any stockholder of Embarcadero California or Embarcadero Delaware.

(7) The authorized capital stock of Embarcadero California is 20,000,000 shares of Common Stock, no par value. Embarcadero California has no shares of Preferred Stock authorized.

(8) The effective date of this merger shall be February 14, 2000.

IN WITNESS WHEREOF, Embarcadero Delaware has caused this Certificate of Merger to be signed by Ellen Taylor, President and Chief Executive Officer, on the 14th day of February, 2000.

EMBARCADERO TECHNOLOGIES, INC.,
a Delaware corporation

By: /s/ Ellen Taylor
Ellen Taylor, President
and Chief Executive Officer

