

05-02-2003

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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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):

Alphie, Inc.

4.30.03

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

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: June 21, 2002

2. Name and address of receiving party(ies)

Name: AT&T Wireless Services, Inc.

Internal Address:

Street Address: 7277 164th Avenue NE

City: Redmond State: WA Zip: 98052

- 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 (Designations 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)

B. Trademark Registration No.(s) 2,622,222

Additional number(s) attached Yes No

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

Name: Heidi L. Sachs

Internal Address: Perkins Coie LLP

Street Address: 1201 Third Avenue, Suite 4800

City: Seattle State: WA Zip: 98101

6. Total number of applications and registrations involved:

10

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

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-2778

DO NOT USE THIS SPACE

9. Signature.

Handwritten signature of Heidi L. Sachs

Heidi L. Sachs

3/13/2003

Name of Person Signing

Signature

Date

4

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

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

TRADEMARK REEL: 002725 FRAME: 0741

10-03-2002



*Resubm*

Form PTO-1594

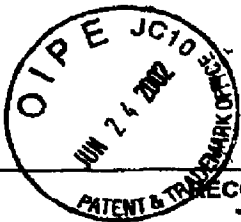
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2001)

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**TRADEMARKS ONLY**

DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office



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

1. Name of conveying party(ies): *06/24/02*

Matech, Inc.  
 Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation-Oregon  
 Other \_\_\_\_\_

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

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

Name: Alphis, Inc.  
 Internal  
 Address: \_\_\_\_\_  
 Street Address: 607 Fourteenth Street, N.W.  
 City: Washington State: D.C. Zip: 20005

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-Delaware  
 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

3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

Execution Date: *06/24/02*

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

A. Trademark Application No.(s)  
76/263,090

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)

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

Name: Heidi L. Sachs  
 Internal Address: \_\_\_\_\_  
Perkins Coie LLP  
 \_\_\_\_\_  
 Street Address: 1201 Third Avenue #4800  
 \_\_\_\_\_  
 City: Seattle State: WA Zip: 98101

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 amount

8. Deposit account number:  
50-0665

(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

Heidi L. Sachs  
 Name of Person Signing

*Heidi Sachs*  
 Signature

Total number of pages including cover sheet, attachments, and documents: 4

June 13, 2002  
 Date

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

07/08/2002 LABELLER 0000096 500665  
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# Delaware

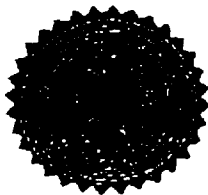
PAGE 1

*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:

"ALPHIE, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "AT&T WIRELESS SERVICES, INC." UNDER THE NAME OF "AT&T WIRELESS SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A. D. 2002, AT 3:30 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

2131363 8100M

020405060

AUTHENTICATION: 1849205

DATE: 06-24-02

REEL: 002501 FRAME: 0811

06/21/2002 11:30 AM

DUVE

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 03:30 PM 06/21/2002  
020405060 - 2131363

**CERTIFICATE OF MERGER**

**OF**

**AT&T WIRELESS SERVICES, INC.**  
**(a Delaware Corporation)**

**AND**

**ALPHIE, INC.**  
**(a Delaware Corporation)**

In accordance with Section 251 of the Delaware General Corporation Law, the undersigned, J. Walter Hyer III, being an authorized officer of AT&T Wireless Services, Inc., a Delaware corporation, does hereby certify as follows:

1. The name and state of each of the constituent corporations are AT&T Wireless Services, Inc., a Delaware corporation, and Alpie, Inc., a Delaware corporation.
2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is AT&T Wireless Services, Inc.
4. The Certificate of Incorporation of the surviving corporation shall be its certificate of incorporation.
5. The executed agreement of merger is on file at the principal place of business of the surviving corporation, 7277 - 164<sup>th</sup> Avenue NE, Building One, Redmond, Washington, 98073-9761.
6. A copy of the agreement of merger will be furnished by the surviving corporation, on request, and without cost, to any stockholder of either constituent corporation.
7. This Certificate of Merger shall be effective on the date it is filed with the Delaware Secretary of State.

(1000) 690.2107

REEL: 002501 FRAME: 0812

JUN 24 3:08PM

CORPORATE TRUST CENTER

NO. 0586 P. 4/4

JUN 24 2002 1:23PM

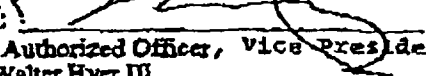
CORPORATE TRUST CENTER

NO. 0554 P. 3

FORM P. 88

IN WITNESS WHEREOF, the undersigned has signed his/her name and affirmed that this instrument is the act and deed of the surviving corporation and that the statements herein are true, under penalties of perjury, this ~~20th~~ day of June, 2002.

AT&T Wireless Services, Inc.  
a Delaware corporation

By:   
Its Authorized Officer, Vice President  
J. Walter Hyer III

REEL: 002501 FRAME: 0813

(58021 6402)S Cas of Mar 01 102

-2-

2002-06-24

RECORDED: 7/01/2002

TRADEMARK

REEL: 002725 FRAME: 0745

**TRADEMARK ASSIGNMENT**

WHEREAS, Matech, Inc., an Oregon corporation with a place of business at 4970 SW Landing Drive, #204, Portland, Oregon 97201 ("Assignor") is the owner of the trademark EM-MODE (the "Mark"), the common law rights in and to the Mark and a trademark application for the same (including any resulting registration), the particulars for which are attached hereto as Appendix A (the "Registration"), for use in connection with headphones, headsets, and carphones (the "Goods").

WHEREAS, Assignor, has used the Mark in association with the Goods;

WHEREAS, Alphie, Inc. ("Assignee"), is desirous of acquiring all right, title and interest in and to the Mark and the Registration in North America, including but not limited to the United States, Canada and Mexico ("North America"), and all goodwill and common law rights associated therewith, and Assignor is desirous of assigning the same to Assignee;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor does hereby assign unto Assignee and Assignee does hereby accept assignment of all right, title and interest in and to the Mark and the Registration in North America, and the goodwill and common law rights appurtenant thereto.

Signed this 20<sup>th</sup> day of May, 2002.

ASSIGNOR:

ASSIGNEE:

Matech, Inc.

Alphie, Inc.

By [Signature]  
Its President

By [Signature]  
Its Director

STATE OF OREGON )  
                          ) *Multnomah* ) ss.  
COUNTY OF ~~CLACKAMAS~~ )

On the 20<sup>th</sup> day of May, 2002, before me personally appeared Tetsuya Hatori, the person who signed the foregoing instrument, who being by me duly sworn, acknowledged that he is the President of Matech, Inc., the corporation described in and which executed the foregoing instrument, that he has signed said instrument as a free act on behalf of said corporation, and that he has the authority to act on behalf of, and bind, said corporation.

SUBSCRIBED AND SWORN to before me on the date stated above.



*E. S. Peacock*

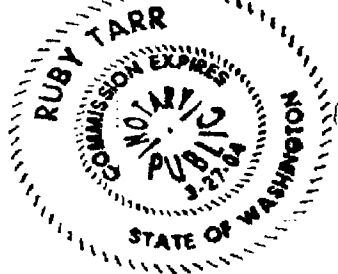
NOTARY PUBLIC in and for the State of Oregon, residing at Portland

My Appointment Expires: July 26, 2005

STATE OF )  
                          ) ) ss.  
COUNTY OF )

On the 31<sup>st</sup> day of May, 2002, before me personally appeared Sam Hall, the person who signed the foregoing instrument, who being by me duly sworn, acknowledged that he/she is the Director of Alpha Inc, the corporation described in and which executed the foregoing instrument, that he/she has signed said instrument as a free act on behalf of said corporation, and that he/she has the authority to act on behalf of, and bind, said corporation.

SUBSCRIBED AND SWORN to before me on the date stated above.



*Ruby Tarr*

NOTARY PUBLIC in and for the State of WA, residing at Bellevue

My Appointment Expires: 3/27/04

**APPENDIX A**

<b>Mark</b>	<b>Serial No.</b>	<b>Registration No.</b>	<b>Filing Date</b>
EM-MODE	76/263,090		May 24, 2001



## EM-MODE

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**TRADEMARKSCAN@--U.S. Federal**

**Serial Number:** 76263090

**Registration Number:** 2622222

**Status:** REGISTERED

**USPTO Status:** (700) REGISTERED

**USPTO Status Date:** September 17, 2002

**Filed:** May 24, 2001

**Allowance Filed:** March 12, 2002

**Published:** December 18, 2001

**Registered:** September 17, 2002

**Goods/Services:** HEADPHONES, HEADSETS, EARPHONES

**International Class(es)**

9 (Electrical and Scientific Apparatus)

**International Class:** 9

**First Used:** October 1, 2001

**In Commerce:** December 1, 2001

**Owner At Publication:**

MATECH, INC.

OREGON CORPORATION

4970 SW LANDING DRIVE #204

PORTLAND , OREGON 97201

**Applicant:**

MATECH, INC.

OREGON CORPORATION

4970 SW LANDING DRIVE, #204

PORTLAND , OREGON 97201

**Assignment Information**

**Assignee:**

ALPHIE, INC.

DELAWARE CORPORATION

607 FOURTEENTH STREET N.W.

WASHINGTON, DISTRICT OF COLUMBIA 20005

**Assignor:**

MATECH, INC.

OREGON CORPORATION

**Correspondent:**

PERKINS COIE LLP

HEIDI L. SACHS

1201 THIRD AVENUE #4800

SEATTLE, WA 98101

**Brief:** ASSIGNS THE ENTIRE INTEREST AND GOOD WILL

**Signed:** May 20, 2002

**Recorded:** June 24, 2002

**Reel/Frame:** 2592/0638

**Filing Attorney:** STEPHEN S. FORD

**Reference Number:** 5869-8

**Filing Correspondent:**

STEPHEN S FORD  
MARGER JOHNSON & MCCOLLOM PC  
1030 SW MORRISON ST  
PORTLAND OR 97205-2626

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Viewed: Wed Mar 12 2003, 20:38 GMT*

Print Page

The United States of Am.



**CERTIFICATE OF REGISTRATION  
PRINCIPAL REGISTER**

*The Mark shown in this certificate has been registered in the United States Patent and Trademark Office to the named registrant.*

*The records of the United States Patent and Trademark Office show that an application for registration of the Mark shown in this Certificate was filed in the Office; that the application was examined and determined to be in compliance with the requirements of the law and with the regulations prescribed by the Director of the United States Patent and Trademark Office; and that the Applicant is entitled to registration of the Mark under the Trademark Act of 1946, as Amended.*

*A copy of the Mark and pertinent data from the application are part of this certificate.*

*This registration shall remain in force for TEN (10) years, unless terminated earlier as provided by law, and subject to compliance with the provisions of Section 8 of the Trademark Act of 1946, as Amended.*



A handwritten signature in black ink, appearing to read "James H. Jones".

Director of the United States Patent and Trademark Office

**TRADEMARK**  
**REEL: 002725 FRAME: 0751**

## **Requirements for Maintaining a Federal Trademark Registration**

### **SECTION 8: AFFIDAVIT OF CONTINUED USE**

The registration shall remain in force for 10 years, except that the registration shall be canceled for failure to file an Affidavit of Continued Use under Section 8 of the Trademark Act, 15 U.S.C. §1058, upon the expiration of the following time periods:

- i) At the end of 6 years following the date of registration.
- ii) At the end of each successive 10-year period following the date of registration.

*Failure to file a proper Section 8 Affidavit at the appropriate time will result in the cancellation of the registration.*

### **SECTION 9: APPLICATION FOR RENEWAL**

The registration shall remain in force for 10 years, subject to the provisions of Section 8, except that the registration shall expire for failure to file an Application for Renewal under Section 9 of the Trademark Act, 15 U.S.C. §1059, at the end of each successive 10-year period following the date of registration.

*Failure to file a proper Application for Renewal at the appropriate time will result in the expiration of the registration.*

**No further notice or reminder of these requirements will be sent to the Registrant by the Patent and Trademark Office. It is recommended that the Registrant contact the Patent and Trademark Office approximately one year before the expiration of the time periods shown above to determine the requirements and fees for the filings required to maintain the registration.**

**Int. Cl.: 9**

**Prior U.S. Cls.: 21, 23, 26, 36, and 38**

**United States Patent and Trademark Office**

**Reg. No. 2,622,222**

**Registered Sep. 17, 2002**

**TRADEMARK  
PRINCIPAL REGISTER**

**EM-MODE**

**MATECH, INC. (OREGON CORPORATION)  
4970 SW LANDING DRIVE #204  
PORTLAND, OR 97201**

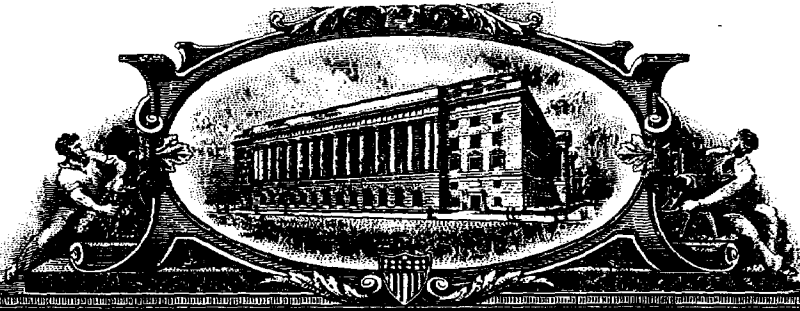
**FIRST USE 10-1-2001; IN COMMERCE 12-1-2001.**

**SN 76-263,090, FILED 5-24-2001.**

**FOR: HEADPHONES, HEADSETS, EARPHONES,  
IN CLASS 9 (U.S. CLS. 21, 23, 26, 36 AND 38).**

**JOANNA DUKOVIC, EXAMINING ATTORNEY**

A 866842



**THE UNITED STATES OF AMERICA**

**TO ALL TO WHOM THESE PRESENTS SHALL COME:**

**UNITED STATES DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office**

**July 11, 2002**

**THIS IS TO CERTIFY THAT ANNEXED IS A TRUE COPY FROM THE  
RECORDS OF THIS OFFICE OF A DOCUMENT RECORDED ON  
July 01, 2002.**



**By Authority of the  
COMMISSIONER OF PATENTS AND TRADEMARKS**

*L. Jamison*

**L. JAMISON  
Certifying Officer**