

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
INPUT	aka INPUT, LTD.	01/01/2001	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	INPUT
Street Address:	11951 Freedom Drive, Suite 1000
City:	Reston
State/Country:	VIRGINIA
Postal Code:	20190-5658
Entity Type:	CORPORATION: NEVADA

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	1528180	CONNECTIVITY WORLD
Registration Number:	1179113	INPUT
Registration Number:	2111801	IMPACT
Registration Number:	1572344	INPUT

CORRESPONDENCE DATA

Fax Number: (415)836-2501
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 415-836-2579
 Email: cbashir@graycary.com
 Correspondent Name: Eliane Setton
 Address Line 1: 153 Townsend Street
 Address Line 4: San Francisco, CALIFORNIA 94107-1907

ATTORNEY DOCKET NUMBER:	2102395-900
NAME OF SUBMITTER:	Carol Anne Bashir

Total Attachments: 5

900002749

**TRADEMARK
 REEL: 002739 FRAME: 0238**

OP \$115.00 1528180

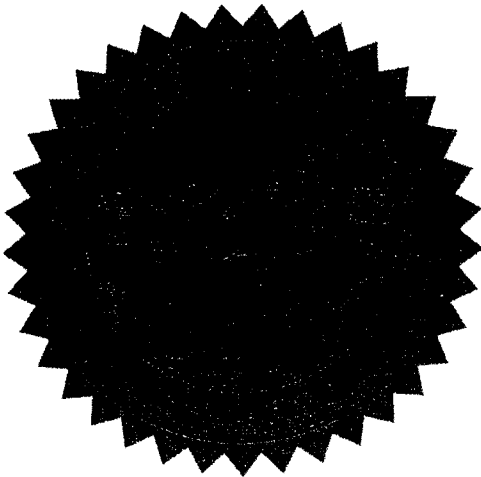
source=INPUT merger docs_1#page1.tif
source=INPUT merger docs_2#page1.tif
source=INPUT merger docs_3#page1.tif
source=INPUT merger docs_4#page1.tif
source=INPUT merger docs_5#page1.tif



SECRETARY OF STATE

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

That the attached transcript of 4 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

JAN 16 2002

Bill Jones

Secretary of State

JAN 10 2002

AGREEMENT AND ARTICLES OF MERGER

JAN 02 2001

BILL JONES, Secretary of State

No. C22747-00

This Agreement of and Articles of Merger is entered into and dated January 10, 2002 effective as of the 1st day of January, 2001, by and between INPUT, A Nevada Corporation (the "Surviving Corporation"), and INPUT, A California Corporation ("the Disappearing Corporation").

R E C I T A L S :

- A. Surviving Corporation is a corporation duly organized and existing under the laws of the State of Nevada with its principal executive office located at 6100 Neil Road, Suite 500, Reno, Nevada 89511. Surviving Corporation has an authorized capitalization of Seven Million Five Hundred Thousand (7,500,000) Shares of Common Stock, of which One (1) Share is issued and outstanding.
- B. Disappearing Corporation is a corporation duly organized and existing under the laws of the State of California, with its principal executive office located at 14900 Conference Center Drive, Suite 225, Chantilly, Virginia 20151. The laws of the State of California permit this Share Exchange and Merger. the Disappearing Corporation has a capitalization of Seventy-Five Million (75,000,000) Shares of Common Stock, of which Eight Hundred Thirty Thousand Five Hundred (830,500) Shares are issued and outstanding.
- C. The Board of Directors of each of Surviving Corporation and the Disappearing Corporation deem it desirable and in the best interests of each Corporation and its Shareholders that the Disappearing Corporation be merged into the Surviving Corporation in accordance with the provisions of Chapter 42, Sections 9-17 of Nevada Revised Statutes in order that the transaction qualifies as a reorganization within the meaning of Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, whereunder the former the Disappearing Corporation Shareholders will receive Shares of Surviving Corporation. This Agreement of Merger sets forth the basic terms of the parties' agreement in order to comply with the provisions of Chapter 42 of the Nevada Revised Statutes.
- D. The Plan of Merger was submitted to the Stockholders of Surviving Corporation and the Disappearing Corporation by the respective Board of Directors pursuant to Chapter 78 of the Nevada Revised Statutes.
- E. The designation, number of Outstanding Shares, number of votes entitled to be cast, and total votes for and against the Merger Plan by the Stockholders is as follows:

Disappearing Corporation				
Common	830,500	830,500	830,500	0
Surviving Corporation				
Common	1	1	1	0

- F. The number of votes cast for the Plan by the Stockholders of each such corporation was sufficient for approval by the Stockholders of the Merger.
- G. The entire Merger Plan is set forth in this Agreement of Merger.
- H. All corporations party to this Merger have complied with the laws of their respective jurisdiction of incorporation concerning this Merger.

In consideration of the mutual covenants, and subject to the terms and conditions hereinafter set forth, the constituent corporations agree as follows:

1. MERGER

Disappearing Corporation shall merge with and into Surviving Corporation, which shall be the surviving corporation.

2. TERMS AND CONDITIONS

On the effective date of the merger, the separate existence of the Disappearing Corporation shall cease, and subject to the terms and conditions of this Agreement, shall operate under the existing Articles of Incorporation and other organizational documents of Surviving Corporation, and the Surviving Corporation shall succeed to all the rights, privileges, immunities and franchises, and all the property, real, personal and mixed, of the Disappearing Corporation, without the necessity of separate transfer, and Surviving Corporation shall thereafter be responsible and liable for all liabilities and obligations of the Disappearing Corporation, and neither the rights of creditors nor any liens on the property of the Disappearing Corporation shall be impaired by the merger.

3. CONVERSION OF SHARES

The manner and basis of converting the Shares of the Disappearing Corporation into Shares of Surviving Corporation is that all Shares of the Disappearing Corporation Common Stock issued and outstanding as of the effective date of the merger shall be converted to an equal and identical number of Shares of Surviving Corporation.

4. OUTSTANDING SHARES, SURVIVING CORPORATION

The outstanding Share of Surviving Corporation shall remain outstanding, and is not effected by the merger.

5. FURTHER DOCUMENTS

the Disappearing Corporation shall, from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments, and take all such actions necessary and desirable to evidence or carry out this merger.


6. EFFECT, EFFECTIVE DATE OF MERGER

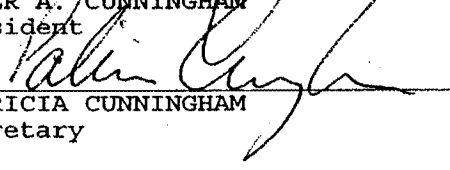
The effective date of the Merger is January 1, 2001.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement on the date set forth above.

"Surviving Corporation"


INPUT, A Nevada Corporation

By: 
PETER A. CUNNINGHAM
President

By: 
PATRICIA CUNNINGHAM
Secretary

"Disappearing Corporation"

INPUT, A California Corporation

By: 
PETER A. CUNNINGHAM
President

By: 
PATRICIA CUNNINGHAM
Secretary

ACKNOWLEDGMENTS

GEORGE TOWN
~~STATE OF VIRGINIA~~ JPC)
CAYMAN ISLANDS SS.:
~~COUNTY OF FAIRFAX~~ JPC)

On 15th December, 2000, before me, JACQUELINE P. CONOLLY,
Notary Public, personally appeared PETER A. CUNNINGHAM,

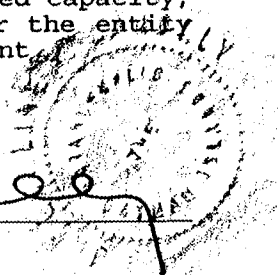
personally known to me [OR]

~~proved to me on the basis of satisfactory evidence~~ JPC

to be the person whose name is subscribed to the within instrument and
acknowledged to me that he executed the same in his authorized capacity,
and that by his signature on the instrument, the person, or the entity
upon behalf of which the person acted, executed the instrument

WITNESS my hand and official seal.


Notary Public



GEORGE TOWN
~~STATE OF VIRGINIA~~ JPC)
CAYMAN ISLANDS SS.:
~~COUNTY OF FAIRFAX~~ JPC)

On 15th December, 2000, before me, JACQUELINE P. CONOLLY,
Notary Public, personally appeared PATRICIA CUNNINGHAM,

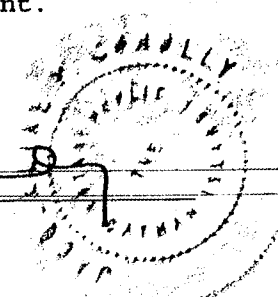
personally known to me [OR]

~~proved to me on the basis of satisfactory evidence~~ JPC

to be the person whose name is subscribed to the within instrument and
acknowledged to me that she executed the same in her authorized capacity,
and that by her signature on the instrument, the person, or the entity
upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.


Notary Public





STATE OF NEVADA
Secretary of State
I hereby certify that this is a true and
complete copy of the document as filed in
this office.

JAN 16 2001

Dean Heller
Dean Heller

By *M. B. [Signature]*

TRADEMARK