

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2001) 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): Visio Corporation <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State Washington <input type="checkbox"/> Other _____ 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>Microsoft Corporation</u> Internal _____ Address: _____ Street Address: <u>One Microsoft Way</u> City: <u>Redmond</u> State: <u>WA</u> Zip: <u>98052-6399</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>Washington</u> <input type="checkbox"/> Other _____ If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No		
3. Nature of conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>May 11, 2000</u>					
4. Application number(s) or registration number(s): A. Trademark Application No.(s) Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			B. Trademark Registration No.(s) <u>2,235,817</u>		
5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Heidi L. Sachs</u> Internal Address: <u>48th Floor</u> <u>Perkins Coie LLP</u> Street Address: <u>1201 Third Avenue</u> City: <u>Seattle</u> State: <u>WA</u> Zip: <u>98101-3099</u>			6. Total number of applications and registrations involved <u>1</u> 7. Total fee (37 CFR 3.41)\$ _____ <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit amount 8. Deposit account number: <u>502278</u> (Attach duplicate copy of this page if paying by deposit account)		
DO NOT USE THIS SPACE					
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> <u>Heidi L. Sachs</u> <u>Heidi L. Sachs</u> November <u>12</u> 2003 Name of Person Signing Signature Date Total number of pages including cover sheet, attachments, and documents: <u>6</u>					

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

CH \$40.00 502278 2235817

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal,
hereby issue this

ARTICLES OF MERGER

to

MICROSOFT CORPORATION

a Washington Profit corporation,

were filed for record in this office on the date indicated below.

Merging VISIO CORPORATION into MICROSOFT CORPORATION

UBI Number: 600 413 485

Date: May 11, 2000



Given under my hand and the Seal of the State
of Washington at Olympia, the State Capital

Ralph Munro, Secretary of State
2-479844-9

TRADEMARK

REEL: 002749 FRAME: 0952

ARTICLES OF MERGER
OF
VISIO CORPORATION,
a Washington Corporation
INTO
MICROSOFT CORPORATION,
a Washington Corporation

FILED
STATE OF WASHINGTON
MAY 11 2000
RALPH MUNRO
SECRETARY OF STATE


Microsoft Corporation, a Washington corporation ("Surviving Corporation"); and Visio Corporation, a Washington corporation ("Non-Surviving Corporation"), submit the following Articles of Merger pursuant to RCW 23B.11.050:

1. The Agreement and Plan of Merger approved by the directors of the Surviving Corporation is attached hereto as Exhibit A.
2. The Agreement and Plan of Merger was duly approved by the directors of the Surviving Corporation pursuant to RCW 23B.11.030.
3. Pursuant to RCW 23B.11.040, the approval of the shareholders of the Surviving Corporation and of the shareholders of the Non-Surviving Corporation was not required as Surviving Corporation owns all of the outstanding shares of Non-Surviving Corporation.

Executed this 10th day of May, 2000 by the Surviving Corporation.

MICROSOFT CORPORATION,
a Washington corporation

By


Robert A. Eshelman
Assistant Secretary

TRADEMARK

REEL: 002749 FRAME: 0953

**AGREEMENT AND PLAN OF MERGER
BETWEEN
MICROSOFT CORPORATION,
a Washington Corporation
AND
VISIO CORPORATION,
a Washington Corporation**

This Agreement and Plan of Merger made and entered into this 5th day of May, 2000, (the "Plan") between MICROSOFT CORPORATION, a Washington corporation ("Surviving Corporation") and VISIO CORPORATION, a Washington corporation ("Non-Surviving Corporation");

RECITALS

1. Surviving Corporation and Non-Surviving corporation and Non-Surviving Corporation are sometimes referred to herein as the "Constituent Corporations."
2. Each of the Constituent Corporations are corporations organized and existing under the laws of the state indicated in the first paragraph of this Plan.
3. The directors of each of the Constituent Corporations have deemed it advisable for the mutual benefit of the Constituent Corporations and their respective shareholders that Non-Surviving Corporation be merged into the Surviving Corporation pursuant to the Revised Code of Washington.

NOW, THEREFORE, in consideration of the premises hereof and the mutual agreements herein contained, and in accordance with the laws of the State of Washington, the Constituent Corporations have agreed and do hereby agree that, subject to the terms and conditions hereinafter set forth, (i) Non-Surviving Corporation shall be merged into Surviving Corporation, (ii) the Surviving Corporation shall continue to have the name "Microsoft Corporation" and be governed by the laws of the State of Washington; and (iii) the terms of the Merger, and the mode of carrying them into effect, shall be as follows:

ARTICLE I

The Plan shall become effective upon the filing of the requisite documents with the Secretary of State of Washington. The date upon which the Plan shall become effective is herein referred to as the "Effective Date."

ARTICLE II

As used in this Plan, the "Merger" means the merger of Non-Surviving Corporation into Surviving Corporation in accordance with this Plan and the laws of Washington.

TRADEMARK

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ARTICLE III

The Articles of Incorporation of Surviving Corporation as in effect immediately prior to the Effective Date of the Merger shall constitute the "Articles" of the Surviving Corporation within the meaning of Section 23B.01.400(1) of the Revised Code of Washington.

ARTICLE IV

From and after the Effective Date of the Merger, the Bylaws of the Surviving Corporation shall be unchanged until the same thereafter be amended or repealed in accordance with the Articles of Incorporation and Bylaws of the Surviving Corporation.

ARTICLE V

The directors and officers of the Surviving Corporation in office on the Effective Date of the Merger shall remain in office until further removed or resigned.

ARTICLE VI

At the Effective Date of the Merger each outstanding share of the Non-Surviving Corporation shall automatically convert to one share of the Surviving Corporation. It will not be necessary for the shareholder of the Non-Surviving Corporation to exchange existing stock certificates for stock certificates of the Surviving Corporation.

At the Effective Date of the Merger the outstanding shares of the common stock of Non-Surviving Corporation shall be cancelled. The outstanding shares of the common stock of Surviving Corporation, and the certificates representing such shares, shall be unaffected by the Merger.

ARTICLE VII

The effect of the Merger shall be as provided by the applicable provisions of the laws of Washington. Without limiting the generality of the foregoing, and subject thereto, at the Effective Date of the Merger: the separate existence of Non-Surviving Corporation shall cease; the Surviving Corporation shall possess all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, immunities, powers, franchises, and authority, of a public as well as a private nature, of all of the Constituent Corporations; all obligations belonging to or due any of the Constituent Corporations shall be vested in and become the obligations of, the Surviving Corporation without further act or deed; title to any real estate or any interest therein vested in any of the Constituent Corporations shall be vested in and become the obligations of the Surviving Corporation without further act or deed; title to any real estate or any interest therein vested in any of the Constituent Corporations shall not revert or in any way be impaired by reason of the Merger; all rights of creditors and all liens upon any property of any of the Constituent Corporations shall be preserved unimpaired; and the Surviving Corporation shall be liable for all the obligations of the Constituent Corporations and any claim

existing, or action or proceeding pending, by or against any of the Constituent Corporations may be Prosecuted to judgment with right of appeal, as if the Merger had not taken place.

If at any time after the Effective Date of the Merger the Surviving Corporation shall consider it to be advisable that any further conveyances, agreements, documents, instruments, and assurances of law or any other things are necessary or desirable to vest, perfect, confirm, or record in the Surviving Corporation the title to any property, rights, privileges, powers, and franchises of the Constituent Corporations or otherwise to carry out the provisions of this Plan, the proper directors and officers of the Constituent Corporations last in office shall execute and deliver, upon the Surviving Corporation's request, any and all proper conveyances, agreements, documents, instruments, and assurances of law, and do all things necessary or proper to vest, perfect, or confirm title to such property, rights, privileges, powers, and franchises in the Surviving Corporation, and otherwise to carry out the provisions of this Plan.

ARTICLE VIII


This Plan may be terminated and the Merger abandoned by mutual consent of the directors of the Constituent Corporations at any time prior to the Effective Date of the Merger.


ARTICLE IX

Except as otherwise specifically provided herein, nothing expressed or implied in this Plan is intended, or shall be construed, to confer upon or give any person, firm, or corporation, other than the Constituent Corporations and their respective shareholders, any rights or remedies under or by reason of this Plan.

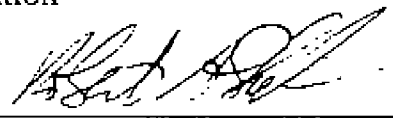
IN WITNESS WHEREOF, the parties hereto have caused this Agreement and Plan of Merger to be executed as of the date first above written.

MICROSOFT CORPORATION, a
Washington corporation

By 
John G. Connors
Vice President and Chief Financial Officer

ATTEST: 
Robert A. Eshelman
Assistant Secretary

VISIO CORPORATION, a Washington
corporation

By 
Robert A. Eshelman
President

ATTEST: 
Keith R. Dolliver
Secretary

K:\00101100910\RV\RV_021WO

FACSIMILE COVER SHEET

CONFIDENTIAL AND PRIVILEGED

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If there are any problems with this transmission, please call:

- ☒ Central Fax Room: 206 583-8575 ☐ 505 Union: 206 287-3505
☐ Galland Reception: 206 583-8888 ☐ *Sender's name and phone number
☐ Individual Floor:

1201 Third Avenue, Suite 4800
 Seattle, WA 98101-3099
 PHONE: 206.583.8888
 FAX: 206.583.8500
 www.perkinscoie.com

DATE: **November 19, 2003** COVER SHEET & **7** PAGE(S)CLIENT NUMBER: **32361-4000-000000**RETURN TO: (NAME) **Sandra A. Hughes** (EXT.) **8427** (ROOM NO.) **3997**ORIGINAL DOCUMENT(S) WILL BE: ☐ SENT TO YOU ☒ HELD IN OUR FILES

SENDER:	TELEPHONE:	FACSIMILE:
Beth Yaley	(206) 359-8562	(206) 359-9562

RECIPIENT:	COMPANY:	TELEPHONE:	FACSIMILE:
Mail Stop Assignment Recordation Services	Director of the U.S. Patent & Trademark Office	(703) 308-9723	703 306-5995

Re: **Recordation of Assignment of Merger**
Assignor: **Visio Corporation**
Assignee: **Microsoft Corporation**
Mark: **ARCHT**
Registration No.: **2,235,817**
Our Reference: **32361-4000.0002.US001**

Message: **Please record the attached Recordation Form Cover Sheet and Articles of Merger, and send us the Reel/Frame number of this recordation by return facsimile at (206) 359-9562.**

Thank you.

Beth Yaley, Paralegal

This Fax contains confidential, privileged information intended only for the intended addressee. Do not read, copy or disseminate it unless you are the intended addressee. If you have received this Fax in error, please email it back to the sender at perkinscoie.com and delete it from your system or call us (collect) immediately at 206.583.8575, and mail the original Fax to Perkins Coie LLP, 1201 Third Avenue, Suite 4800, Seattle, WA 98101-3099.

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 MENLO PARK • OLYMPIA • PORTLAND • SAN FRANCISCO • SEATTLE • WASHINGTON, D.C.

Perkins Coie LLP (Perkins Coie LLC in Illinois)

TRADEMARK



Heidi L. Sachs

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November 17, 2003

VIA FACSIMILE (703) 306-5995

Mail Stop Assignment Recordation Services
Director of the U.S. Patent and Trademark Office
P. O. Box 1450
Alexandria, Virginia 22313-1450

Re: Recordation of Assignment of Merger
Assignor: Visio Corporation
Assignee: Microsoft Corporation
Mark: ARCHT
Registration No.: 2,235,817
Our Reference: 32361-4000.002.US001

Dear Sir/Madam:

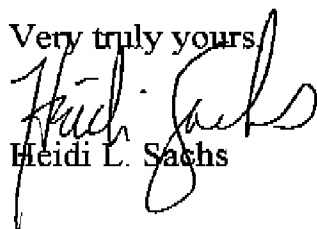
Enclosed for recordation is the following document:

Copy of the Articles of Merger of Visio Corporation into Microsoft Corporation,
together with a Recordation Form Cover Sheet.

The Commissioner is authorized to charge the \$40 recordation fee for this document, and
any additional fees that may be required or credit any overpayment, to Deposit Account
No. 502278.

If you have any questions, please contact the undersigned.

Very truly yours,



Heidi L. Sachs

HLS:BY:sah
Enclosures

cc: Beth Yaley, Paralegal

{32361-4000/SL033160.052}

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RECORDED: 11/19/2003 Perkins Coie LLP (Perkins Cole LLC in Illinois)

REEL: 002749 FRAME: 0958