

10-01-2003



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Tab settings

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

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

- Individual(s)
- General Partnership
- Corporation-State **Nevada**
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: New Sorrent, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 1810 Gateway Drive, Suite 200

City: San Mateo State: CA Zip: 94404

- 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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: December 4, 2001

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

A. Trademark Application No.(s)  
76/342,855, 75/982,536, 76/342,839, 76/342,568,  
76/342,837

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: Kimberly G. Russell

Internal Address: Steinhart & Falconer LLP

6. Total number of applications and registrations involved: \_\_\_\_\_

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

Street Address: 333 Market Street, Suite 3200

City: San Francisco State: CA Zip: 94105

8. Deposit account number:

19-4215

(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.*

Kimberly G. Russell

Name of Person Signing

Signature

September 22, 2003

Date

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

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01 FC:0521 40.00 BA  
02 FC:0522 100.00 BA

OPR/FINANCE  
SEP 29 AM 8:15

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CERTIFICATE OF OWNERSHIP

MERGING

SORRENT, INC., a Nevada Corporation

into

NEW SORRENT, INC., a California Corporation

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

DEC 14 2001

BILL JONES, Secretary of State

Scott Orr and Paul Zuzelo do hereby certify:

1. That they are, respectively, the President and the Secretary of Sorrent, Inc., a Nevada corporation (the "Company").

2. That the Company is duly organized and existing under the laws of the State of Nevada, the provisions of which permit a merger in the manner provided by Section 1110 of the California Corporations Code.

3. That the Company owns one hundred percent (100%) of the outstanding shares of New Sorrent, Inc., a corporation duly organized and existing under the laws of the State of California ("New Sorrent").

4. That the following plan of merger was duly adopted and approved by the Board of Directors of the Company:

(a) The name of the parent corporation is "Sorrent, Inc." and the name of the subsidiary corporation is "New Sorrent, Inc."

(b) Sorrent, Inc. shall merge with and into New Sorrent, Inc. with New Sorrent, Inc. as the surviving entity in accordance with Nevada Revised Statutes §92A.180, pursuant to which each issued and outstanding share of the common stock, \$0.0025 par value per share, of Sorrent, Inc. shall be converted into the right to receive one (1) share of the fully-paid and nonassessable common stock, no par value per share, of New Sorrent, Inc.

5. The following resolution was duly adopted by the Board of Directors of New Sorrent: RESOLVED, [New Sorrent] shall assume all the liabilities of Sorrent, Inc., pursuant to Section 1110 of the California Corporations Code.

Each of the following declares under penalty of perjury that the statements contained the foregoing certificate are true of their own knowledge.

Executed in San Francisco, California, on December 4, 2001.

*Scott Orr*

Scott Orr, President

*Paul Zuzelo*

Paul Zuzelo, Secretary





**ATTORNEYS**

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telephone: 415.777.3999  
facsimile: 415.442.0856

September 22, 2003

**BOX ASSIGNMENTS**  
U.S. Patent and Trademark Office  
Assignment Division  
Crystal Gateway 4  
1213 Jefferson Davis Hwy., Suite 320  
Washington, D.C. 20231

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class mail in an envelope addressed to: Box Assignments, USPTO, Crystal Gateway 4, 1213 Jefferson Davis Hwy., Suite 320, Washington, D.C. 20231 on the date shown below:

Date: September 22, 2003

By:

  
Elonda Kay Lloyd

Re: Sorrent, Inc.

Mark: **SORRENT**  
App. No. 76/342,855  
International Class: 9

Mark: **SORRENT**  
App. No. 76/342,839  
International Class: 41

Mark: **SORRENT**  
App. No. 75/982,539  
International Class: 35

Mark: **SORRENT**  
App. No. 76/342,568  
International Class: 9

Mark: **SORRENT**  
App. No. 76/342,37  
International Classes: 35 & 41

Conveying Party: Sorrent, Inc.  
Receiving Party: New Sorrent, Inc.  
Attorney Reference Nos.: 80135-1010, 1011, 1012, 1013 & 1014

Dear Sirs:

Steinhart & Falconer LLP represents Sorrent, Inc. Enclosed is a Recordation Form Cover Sheet to effect the recordal of the merger from Sorrent, Inc. into New Sorrent, Inc. of the above-referenced applications. We also enclose a copy of the Certificate of Ownership Merging Sorrent, Inc. into New Sorrent, Inc.

Please charge the recordation fee of \$140.00 to the Deposit Account of Steinhart & Falconer, No. 19-4215 (Attorney Ref. No.: 80135-1000). Please charge any additional fees that may be due or credit any overpayment to the same Deposit Account.

BOX ASSIGNMENTS

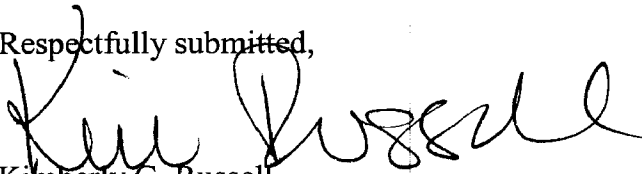
U.S. Patent and Trademark Office

September 22, 2003

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Please date stamp and return the enclosed postcard indicating receipt of the Certificates of Ownership and the Recordation Form Cover Sheets.

Respectfully submitted,



Kimberly G. Russell

KGR/ekl  
Enclosures