

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Cayman Systems, Inc.		12/29/2003	CORPORATION: MASSACHUSETTS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Netopia, Inc.		
<b>Street Address:</b>	6001 Shellmound Street, 4th Floor		
<b>City:</b>	Emeryville		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94608		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2842098	DIGITAL FREEDOM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(415)442-1001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	ralpert@morganlewis.com		
<b>Correspondent Name:</b>	Morgan, Lewis & Bockius LLP		
<b>Address Line 1:</b>	One Market, Spear Street Tower		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94105		
<b>ATTORNEY DOCKET NUMBER:</b>	058787.2110		
<b>NAME OF SUBMITTER:</b>	Rochelle D. Alpert		
<b>Total Attachments: 3</b>			
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CH \$40.00 2842098

I, HERBERT WILCOX MORGAN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ABOVE IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION, WHICH MEMBERS: "CARRIS SYSTEMS, INC.", A MASSACHUSETTS CORPORATION, HAS BEEN REORGANIZED INTO "MOTIFIA, INC." UNDER THE NAME OF "MOTIFIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS INCORPORATED AND FILED IN THIS OFFICE THE FIRST DAY OF JANUARY, A.D. 2004, AT 1:54 O'CLOCK P.M. A FILED COPY OF THIS CERTIFICATE HAS BEEN TRANSMITTED TO THE NEW CASTLE COUNTY RECORDS OF DEEDS.



*Herbert Wilcox Morgan*  
Secretary of State

201355 8100X AUTHENTICATION: 244982  
24030564 DATE: 01-09-04

CERTIFICATE OF INCORPORATION AND MERGER

INCORPORATED  
CANTON, MASSACHUSETTS  
INCORPORATED  
INCORPORATED  
INCORPORATED

Filed in the State of Massachusetts on the 10th day of December, 1921.

Attest: I, the undersigned, a Justice of the Peace in and for the County of Middlesex, State of Massachusetts, do hereby certify that the foregoing is a true and correct copy of the Certificate of Incorporation and Merger of the said Corporation as the same appears from the records of said Corporation.

1. That the President and Chief Executive Officer and Secretary, respectively, of the said Corporation, are the persons named in the "Officers" section of the Certificate.
2. That the Company is a corporation organized under the laws of the State of Massachusetts ("Company").
3. That the Board of Directors of the Company duly and lawfully organized and elected the following members as its first Board of Directors and held its first meeting on the 10th day of December, 1921:

RESOLVED, the Company does hereby certify that the Board of Directors of the Company, as organized and elected as above, is the duly authorized Board of Directors of the Company, and that the Company is a corporation organized under the laws of the State of Massachusetts ("Company").

NOTE: THE BOARD OF DIRECTORS OF THE COMPANY HAS HEREBY APPROVED AND AUTHORIZED THE EXECUTIVE OFFICERS OF THE COMPANY TO SIGN THIS CERTIFICATE OF INCORPORATION AND MERGER IN WITNESS WHEREOF THEY HAVE HEREUNTO SET THEIR HANDS AND AFFIXED THEIR SEALS AT THE CITY OF BOSTON, MASSACHUSETTS, ON THE 10TH DAY OF DECEMBER, 1921.

STATE OF MASSACHUSETTS  
COUNTY OF MIDDLESEX  
JULIUS ROSS  
JUSTICE OF THE PEACE

RESOLVED, FURTHER, that in order to carry out the proper management, the affairs of the Company and each of them being individually or jointly authorized and directed, to-wit: of the Company, to issue the Company to correct, amend and file a Certificate of Incorporation and change with the Secretary of State and records of change of the name of the Company that may be required under the laws of the State of Massachusetts, and inasmuch as the Commissioner of Public Safety, not to exceed, three months from the date hereof, and the amount of such fee as may be determined by the Secretary of State and the charges of the Company in connection therewith.

IN WITNESS WHEREOF, the Company has caused this Certificate of Incorporation and Matter to be signed by its duly authorized President and Chief Executive Officer, and Secretary, this 15th day of December, 2002.

By [Signature]  
President and Chief Executive Officer  
By [Signature]  
Secretary