

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
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| NATURE OF CONVEYANCE: | MERGER |
|------------------------------|--------|

| CONVEYING PARTY DATA | | | |
|-----------------------------|----------|----------------|-----------------------|
| Name | Formerly | Execution Date | Entity Type |
| Calgary I Acquisition Corp. | | 10/30/2001 | CORPORATION: DELAWARE |
| Corel, Inc. | | 10/30/2001 | CORPORATION: DELAWARE |

| RECEIVING PARTY DATA | |
|------------------------|-----------------------|
| Name: | Corel, Inc. |
| Street Address: | 1600 Carling Avenue |
| City: | Ottawa, Ontario |
| State/Country: | CANADA |
| Postal Code: | K1Z 8R7 |
| Entity Type: | CORPORATION: DELAWARE |

| PROPERTY NUMBERS Total: 1 | | |
|---------------------------|---------|--------------|
| Property Type | Number | Word Mark |
| Registration Number: | 2493495 | IGRAFX IDEF0 |

| CORRESPONDENCE DATA | |
|--|---|
| Fax Number: | (202)223-2085 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 202-861-3900 |
| Email: | dctrademarks@piperrudnick.com |
| Correspondent Name: | Ann K. Ford, Esq. - PIPER RUDNICK LLP |
| Address Line 1: | 1200 Nineteenth Street, NW |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20036-2412 |

| | |
|--------------------------------|----------|
| ATTORNEY DOCKET NUMBER: | 29829-97 |
|--------------------------------|----------|

| DOMESTIC REPRESENTATIVE | |
|-------------------------|---|
| Name: | Ann K. Ford, Esq. - PIPER RUDNICK LLP |
| Address Line 1: | 1200 Nineteenth Street, NW |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20036-2412 |

OP \$40.00 2493495

NAME OF SUBMITTER:

Thomas E. Zutic, Esq.

Total Attachments: 3

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State of Delaware
Office of the Secretary of State PAGE 1

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:

"CALGARY I ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "COREL, INC." UNDER THE NAME OF "COREL, INC.",
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF OCTOBER, A.D. 2001, AT 12:30 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

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AUTHENTICATION: 1418156

TRADEMARK

DATE: 10-30-01
REEL: 002901 FRAME: 0929

OCT. 29. 2001 8:10PM MCCARTHY TETRAULT 613 238 2166

NO. 6426 P. 5

CERTIFICATE OF MERGER

OF

CALGARY I ACQUISITION CORP.
(a Delaware corporation)

INTO

COREL, INC.
(a Delaware corporation)

(Pursuant to Section 251 of the Delaware General Corporate Law)

Pursuant to the provisions of Section 251 of the General Corporate Law of the State of Delaware (the "GCL"), Corel, Inc., a corporation organized and existing under the laws of Delaware, DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are Corel, Inc., a Delaware corporation ("Corel"), and Calgary I Acquisition Corp., a Delaware corporation ("Calgary I"). Each of Corel and Calgary I are sometimes hereinafter referred to as the "constituent corporations".

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the GCL.

THIRD: That the name of the surviving corporation of the merger is Corel, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of Corel, Inc., which is the surviving corporation, shall be the Certificate of Incorporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation, the address of which is 1600 Carling Avenue, Ottawa, Ontario, Canada, K1Z 8K7.

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OCT. 29. 2001 8:10PM

MCCARTHY TETRAULT 613 238 2166

NO. 6426 P. 6

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That the merger contemplated hereby and by the Agreement and Plan of Merger shall become effective as of the date of filing of this Certificate of Merger.

IN WITNESS WHEREOF, the undersigned corporation has caused this Certificate of Merger to be executed on behalf of the undersigned corporation by John Blaine, Chief Financial Officer, this 30th day of October, 2001.

COREL, INC.

By 

Name: John Blaine

Title: Chief Financial Officer

NYL#13003317

2