

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/26/1996

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Infinity Financial Technology, Inc.		08/26/1996	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Infinity Financial Technology, Inc.
Street Address:	640 Clyde Court
City:	Mountain View
State/Country:	CALIFORNIA
Postal Code:	94043
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Registration Number:	1898723	FIN++
Registration Number:	1386681	INFINITY
Registration Number:	2231055	INFINITY DERIVATIVES
Registration Number:	2403109	INFINITY FX

**CORRESPONDENCE DATA**

Fax Number: (215)994-2222  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: glenn.gundersen@dechert.com  
 Correspondent Name: Glenn A. Gundersen  
 Address Line 1: 1717 Arch Street  
 Address Line 2: Dechert LLP  
 Address Line 4: Philadelphia, PENNSYLVANIA 19103

NAME OF SUBMITTER: James J. Johnston

CH \$115.00 1898723

Signature:

/James J. Johnston/

Date:

10/06/2005

Total Attachments: 4

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# Delaware

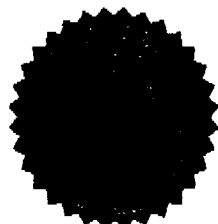
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*The First State*

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 OWNERSHIP, WHICH MERGES:

"INFINITY FINANCIAL TECHNOLOGY, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "INFINITY FINANCIAL TECHNOLOGY-DELAWARE, INC." UNDER THE NAME OF "INFINITY FINANCIAL TECHNOLOGY, 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 AUGUST, A.D. 1996, AT 4:30 O'CLOCK P.M.



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*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4203438

DATE: 10-04-05

**CERTIFICATE OF OWNERSHIP AND MERGER  
MERCING**

**INFINITY FINANCIAL TECHNOLOGY, INC.**

into

**INFINITY FINANCIAL TECHNOLOGY-DELAWARE, INC.**

INFINITY FINANCIAL TECHNOLOGY, INC., a corporation organized and existing under the laws of the State of California (the "Corporation"), does hereby certify:

**FIRST:** That the Corporation was organized pursuant to the General Corporation Law of the State of California, on the 14th day of June, 1989.

**SECOND:** That the Corporation owns 100% of the outstanding shares of each class of the capital stock of INFINITY FINANCIAL TECHNOLOGY-DELAWARE, INC., a corporation organized pursuant to the General Corporation Law of the State of Delaware, on the 2nd day of July, 1996.

**THIRD:** That the Corporation, by the following recitals and resolutions of its Board of Directors, duly adopted on the 22nd day of July, 1996, determined to merge itself into the subsidiary on the conditions set forth in such resolutions and the Plan of Merger attached hereto as Exhibit A (the "Plan of Merger"):

*WHEREAS*, the Company has formed a subsidiary corporation in Delaware under the name Infinity Financial Technology-Delaware, Inc. ("Infinity Delaware") for the purpose of reincorporating the Company into a Delaware corporation (the "Reincorporation"); and

*WHEREAS*, the Reincorporation of the Company in the State of Delaware will be effectuated by the merger of the Company with and into Infinity Delaware, with Infinity Delaware as the surviving corporation ("the "Merger"); and

*WHEREAS*, there has been presented to the Board of Directors drafts of an Agreement and Plan of Merger (the "Agreement"), a Certificate of Ownership, and a Plan of Merger, providing for (i) the Merger, (ii) the conversion and exchange of each share of the Company's Common Stock issued and outstanding prior to the Merger into one (1) share of Common Stock, \$.001 par value per share, of Infinity Delaware, (iii) the conversion and exchange of each share of the Company's Series A Preferred Stock issued and outstanding prior to the Merger into one (1) share of Series A Preferred Stock, \$.001 par value per share, of Infinity Delaware, (iv) the conversion and exchange of each share of the Company's Series C Preferred Stock issued and outstanding prior to the Merger into one (1) share of Series C Preferred Stock, \$.001 par value per share, of Infinity Delaware, (v) the conversion and exchange of each outstanding and unexercised option, warrant, or other right to purchase the Company's Common Stock into an option, warrant, or other right to purchase Infinity Delaware's stock on the basis of one (1) share of Infinity Delaware's Common Stock for each share of the Company's Common Stock

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issuable pursuant to any such option, warrant, or other stock purchase right, (vi) the officers and directors of Infinity Delaware immediately following the Merger shall be the officers and directors of the Company immediately preceding the Merger; and (vii) the name of the surviving corporation immediately following the Merger shall be Infinity Financial Technology, Inc., a Delaware corporation, and

*WHEREAS*, the Board of Directors has reviewed the Agreement, the Certificate of Ownership and the Plan of Merger and determined that it is in the best interests of the Company to merge with and into Infinity Delaware; **BE IT THEREFORE**,

**RESOLVED**, that the Board of Directors hereby approves the Agreement, the Plan of Merger, and the Certificate of Ownership;

**RESOLVED, FURTHER**, that the Board of Directors hereby authorizes and directs that the appropriate officers of the Company execute the Agreement on behalf of the Company in substantially the form attached hereto, with such changes as may be determined by such officers. such determination to be conclusively evidenced by the execution thereof by any such officers, and the Secretary of the Company be and he hereby is authorized to attest such execution and to execute the Agreement together with such officers.

**FOURTH**: On July 22, 1996, the Corporation, as sole stockholder of Infinity Financial Technology-Delaware, Inc. adopted and approved the Agreement, the Plan of Merger, and the Certificate of Ownership.

**FIFTH**: On July 22, 1996, the Board of Directors of Infinity Financial Technology-Delaware, Inc. adopted and approved the Plan of Merger.

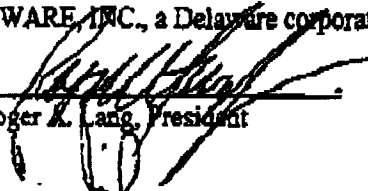
**SIXTH**: Article I of the Certificate of Incorporation of Infinity Financial Technology-Delaware, Inc. shall be amended to read in its entirety follows:

ARTICLE I

The name of the Corporation is Infinity Financial Technology, Inc.  
(hereinafter called the "Corporation").

IN WITNESS WHEREOF, Infinity Financial Technology, Inc., has caused this  
certificate to be signed by Roger A. Lang, and Michael C. Phillips, the President and  
Secretary, respectively of the Corporation, this 26<sup>th</sup> day of August, 1996.

INFINITY FINANCIAL TECHNOLOGY-  
DELAWARE, INC., a Delaware corporation

By:   
Roger A. Lang, President

By: \_\_\_\_\_  
Michael C. Phillips, Secretary

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