

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
 Networks Associates Technology, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
 Additional names, addresses, or citizenship attached? No

Name: McAfee, Inc.
 Internal
 Address: _____
 Street Address: 3965 Freedom Circle
 City: Santa Clara
 State: California
 Country: USA Zip: 95054

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship Delaware
 Other _____ Citizenship _____

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)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) 19 November 2004

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)
75/887616

B. Trademark Registration No.(s)

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Zilka-Kotab, PC
 Internal Address: _____
 Street Address: P.O. Box 721120
 City: San Jose
 State: California Zip: 95172-1120
 Phone Number: 408-971-2573
 Fax Number: 408-971-4660
 Email Address: kevin@zilkakotab.com

6. Total number of applications and registrations involved: 01

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

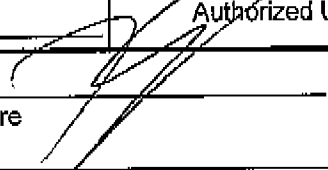
Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

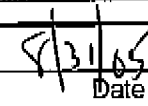
8. Payment Information:

a. Credit Card Last 4 Numbers _____
 Expiration Date _____

b. Deposit Account Number 50-1351
 Authorized User Name Kevin J. Zilka

9. Signature:


 Signature
 Kevin J. Zilka
 Name of Person Signing


 Date

Total number of pages including cover sheet, attachments, and document: 04

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 003184 FRAME: 0047

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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:

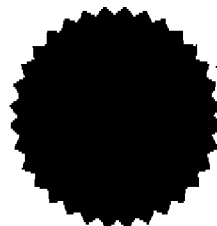
"NETWORKS ASSOCIATES TECHNOLOGY, INC.", A DELAWARE CORPORATION,

WITH AND INTO "MCAFFEE, INC." UNDER THE NAME OF "MCAFFEE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF NOVEMBER, A.D. 2004, AT 2:20 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2306741 8100M

040845933



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3497356

DATE: 11-23-04

TRADEMARK
REEL: 003184 FRAME: 0048

FROM CORPORATION TRUST 302-655-2490

(TUE) 11. 23' 04 14:30/ST. 14:27/NO. 4862069240 P 2

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 02:28 PM 11/23/2004
 FILED 02:20 PM 11/23/2004
 SRV 040845933 - 2306741 FILE

**CERTIFICATE OF OWNERSHIP
 AND MERGER**

merging

NETWORKS ASSOCIATES TECHNOLOGY, INC.
 (a Delaware corporation),

with and into

MCAFFEE, INC.
 (a Delaware corporation)

Pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "DGCL"), McAfee, Inc., a Delaware corporation (the "Parent"), hereby adopts the following Certificate of Ownership and Merger for the purpose of effecting the merger of the Parent with Networks Associates Technology, Inc., a Delaware corporation ("Subsidiary"), with the Parent as the sole surviving corporation (the "Merger"). The Parent does hereby certify that:

1. The Parent owns all of the outstanding shares of capital stock of the Subsidiary.
2. A true and complete copy of the resolutions of the Parent's board of directors approving the Merger (the "Board Resolutions"), containing such information as required by Section 253 of the Delaware General Corporation Law, is set forth in "Exhibit A," attached hereto and made a part hereof. The Board Resolutions were duly adopted by the Parent's board of directors by written consent dated effective as of November 18, 2004. Such Board Resolutions have not been modified or rescinded and are in full force and effect on the date hereof.
3. The Parent shall be the sole corporation surviving the Merger.
4. The Merger shall be effective as of the date this Certificate of Ownership and Merger is filed with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned surviving corporation has caused this Certificate of Ownership and Merger to be executed in its corporate name this 19th day of November, 2004.

MCAFFEE, INC.

By: Kent H. Roberts
 Kent H. Roberts
 Executive Vice President and General
 Counsel



TRADEMARK

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RESOLVED that the Board hereby determines it to be in the best interests of the Company and its shareholders to merge into the Company its wholly owned subsidiary, Networks Associates Technology, Inc., a Delaware corporation.

RESOLVED that the Company does hereby merge into itself its wholly owned subsidiary, Networks Associates Technology, Inc., and assumes all of the obligations of Networks Associates Technology, Inc.

RESOLVED that said merger shall become effective upon the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

RESOLVED that the Second Restated Certificate of Incorporation shall remain unchanged by the merger and in full force and effect until further amended in accordance with the Delaware General Corporation Law.

RESOLVED that the proper officers of the Company be, and they hereby are, directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to so merge Networks Associates Technology, Inc. and to assume its obligations and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be necessary or proper to effect said merger and change of name.