

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/24/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Nuance Communications USA, Inc.		04/24/2006	CORPORATION: DELAWARE
Nova Acquisition LLC		04/24/2006	LIMITED LIABILITY COMPANY: DELAWARE

**RECEIVING PARTY DATA**

Name:	Nuance Communications LLC
Street Address:	1 Wayside Road
City:	Burlington
State/Country:	MASSACHUSETTS
Postal Code:	01803-4613
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Serial Number:	78702867	NUANCE
Registration Number:	2699471	NUANCE
Registration Number:	2383149	NUANCE
Registration Number:	2981277	SAY ANYTHING
Registration Number:	2797986	VOYAGER
Registration Number:	2177133	NUANCE
Registration Number:	2629657	SPEECH UNIVERSITY
Registration Number:	2436337	SPEECH CENTRAL
Registration Number:	2711595	SPEECHOBJECTS

**CORRESPONDENCE DATA**

CH \$240.00 78702867

Fax Number: (617)443-0004  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (617) 443-9292  
Email: adaley@bromsun.com  
Correspondent Name: William J. Morris III  
Address Line 1: 125 Summer Street  
Address Line 4: Boston, MASSACHUSETTS 02110-1618

ATTORNEY DOCKET NUMBER:	2639/2043
NAME OF SUBMITTER:	Anna M. Daley
Signature:	/Anna M. Daley/
Date:	08/29/2006

Total Attachments: 3  
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# Delaware

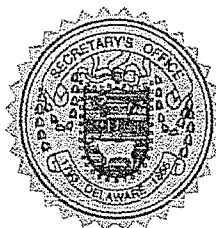
PAGE 1

*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 MERGER, WHICH MERGES:

"NUANCE COMMUNICATIONS USA, INC.", A DELAWARE CORPORATION, WITH AND INTO "NOVA ACQUISITION LLC" UNDER THE NAME OF "NUANCE COMMUNICATIONS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF APRIL, A.D. 2006, AT 1:21 O'CLOCK P.M.

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



3966366 8100M

060386103

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4810881

DATE: 06-08-06

**TRADEMARK**  
**REEL: 003379 FRAME: 0621**

**CERTIFICATE OF MERGER**  
**MERGING**  
**NUANCE COMMUNICATIONS USA, INC.**  
**A DELAWARE CORPORATION**  
**WITH AND INTO**  
**NOVA ACQUISITION LLC**  
**A DELAWARE LIMITED LIABILITY COMPANY**

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Pursuant to Title 8, Section 264 of the Delaware General Corporation Law and  
Section 18-209 of the Limited Liability Company Act of the State of Delaware

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Nova Acquisition LLC, a Delaware limited liability company (the "LLC"), does hereby  
certify as follows: .

**FIRST:** The LLC is a Delaware limited liability company duly organized and existing  
under the laws of the State of Delaware and Nuance Communications USA, Inc., a Delaware  
corporation (the "Company"), is a corporation duly organized and existing under the laws of the  
State of Delaware.

**SECOND:** An Agreement of Merger, dated April 24, 2006, (the "Merger Agreement")  
among the Company and the LLC, setting forth the terms and conditions of the merger of the  
Company with and into LLC (the "Merger"), has been adopted, approved, certified, executed and  
acknowledged by the LLC and the Company.

**THIRD:** The name of the surviving limited liability company in the Merger (the  
"Surviving LLC") shall be Nova Acquisition LLC.

**FOURTH:** The Certificate of Formation of the Surviving LLC shall be amended and  
restated to change the name of the limited liability company to Nuance Communications LLC.

**FIFTH:** An executed copy of the Merger Agreement is on file at the principal place of  
business of the Surviving LLC at the following address:

c/o Nuance Communications, Inc.  
1 Wayside Road  
Burlington, MA 01803

**SIXTH:** A copy of the Merger Agreement will be furnished by the Surviving LLC, on  
request and without cost, to any stockholder of the Company or any member of LLC.

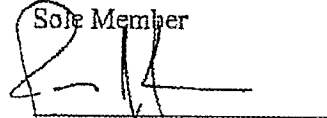
*[Signature page follows]*

IN WITNESS WHEREOF, LLC has caused this Certificate of Merger to be executed in its corporate name as of April 24, 2006.

NOVA ACQUISITION LLC

By: Nuance Communications, Inc.

Sole Member



Paul A. Ricci  
Chief Executive Officer

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