

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Zantaz DS, Inc.		12/31/2006	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Zantaz, Inc.
Street Address:	5758 West Las Positas Blvd
City:	Pleasanton
State/Country:	CALIFORNIA
Postal Code:	94588
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2108512	INTROSPECT
Registration Number:	2933341	INTROSPECT

CORRESPONDENCE DATA

Fax Number: (650)493-6811
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 650-493-9300
 Email: trademarks@wsgr.com
 Correspondent Name: Wilson Sonsini Goodrich & Rosati
 Address Line 1: 650 Page Mill Road
 Address Line 2: Francine Hanson
 Address Line 4: Palo Alto, CALIFORNIA 94304-1050

ATTORNEY DOCKET NUMBER:	19080-TM1014/15
NAME OF SUBMITTER:	Francine Hanson

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Signature:	/Francine Hanson/
Date:	03/12/2007
Total Attachments: 6 source=Merger-Zantaz#page1.tif source=Merger-Zantaz#page2.tif source=Merger-Zantaz#page3.tif source=Merger-Zantaz#page4.tif source=Merger-Zantaz#page5.tif source=Merger-Zantaz#page6.tif	

State of California
Secretary of State



I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 29 2006

BRUCE McPHERSON
Secretary of State

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

DEC 28 2006

CERTIFICATE OF OWNERSHIP
OF ZANTAZ, INC.

EFFECTIVE
DATE

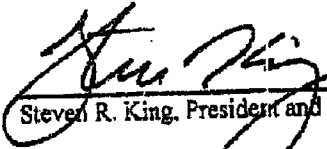
DEC 31 2006

Steven R. King and Russ Yoshinaka certify that:

1. They are the President and the Secretary, respectively, of Zantaz, Inc. ("Parent"), a California corporation.
2. Parent owns one hundred percent (100%) of the outstanding shares of Zantaz DS, Inc., a Massachusetts corporation ("Subsidiary").
3. Attached hereto as Exhibit A is a copy of the Plan of Short Form Merger adopted and approved by the Board of Directors of Parent on December 20, 2006. Exhibit A is hereby incorporated by reference as if fully set forth in this certificate of ownership.
4. This Certificate of Ownership is to be effective December 31, 2006.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate of Ownership are true and correct of our own knowledge.

Date: December 27, 2006


Steven R. King, President and Chief Executive Officer


Russ Yoshinaka, Secretary

EXHIBIT A

Plan of Short Form Merger

PLAN OF SHORT FORM MERGER OF

ZANTAZ, INC.,

a California corporation

and

ZANTAZ DS, INC.,

a Massachusetts corporation

THIS PLAN OF SHORT FORM MERGER dated as of December 20, 2006 ("Plan") is adopted by Zantaz, Inc., a California corporation ("Zantaz California") and Zantaz DS, Inc., a Massachusetts corporation and wholly-owned subsidiary of Zantaz California ("Zantaz Massachusetts"). Zantaz California and Zantaz Massachusetts are sometimes referred to herein as the "Constituent Corporations."

RECITALS

WHEREAS, Zantaz California is a corporation duly organized and existing under the laws of the State of California;

WHEREAS, Zantaz Massachusetts is a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts and is authorized to issue 100 shares of common stock with no par value per share ("Zantaz Massachusetts Common Stock").

WHEREAS, as of the date hereof, 100 shares of Zantaz Massachusetts Common Stock are issued and outstanding, all of which are held by Zantaz California;

WHEREAS, the Board of Directors of Zantaz California has determined that, for the purpose of effecting the consolidation of Zantaz California and Zantaz Massachusetts, it is advisable and in the best interests of Zantaz California and its shareholders that Zantaz Massachusetts merge with and into Zantaz California upon the terms and conditions herein provided;

WHEREAS, Section 1110(a) of the California Corporations Code permits the short form merger of a wholly-owned subsidiary corporation, domestic or foreign, into its parent corporation upon the adoption of a plan of merger by the Board of Directors of such parent corporation;

WHEREAS, Sections 11.02 and 11.04 of Chapter 156D of the Massachusetts General Laws ("Massachusetts General Laws") permit the merger of a Massachusetts corporation with and into a foreign corporation upon the adoption of a plan of merger by the Board of Directors of the Massachusetts corporation and the approval of such plan of merger by the shareholders of the Massachusetts corporation;

WHEREAS, the Board of Directors of Zantaz California has approved this Plan and has directed that this Plan be executed by its undersigned duly-authorized officers and filed with all necessary government authorities; and

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WHEREAS, the Board of Directors of Zantaz Massachusetts and the sole shareholder of Zantaz Massachusetts have adopted and approved this Plan and the Board of Directors of Zantaz Massachusetts directed that this Plan be executed by its undersigned duly-authorized officers and filed with all necessary government authorities.

NOW, THEREFORE, Zantaz California and Zantaz Massachusetts hereby adopt this Plan on the terms hereinafter set forth, as follows:

I. MERGER

(a) Merger. In accordance with the provisions of this Plan, the California Corporations Code and the Massachusetts General Laws, Zantaz Massachusetts shall be merged with and into Zantaz California (the "Merger"), the separate existence of Zantaz Massachusetts shall cease, Zantaz California shall survive the Merger and shall continue to be governed by the laws of the State of California, Zantaz California shall be, and is herein sometimes referred to as, the "Surviving Corporation," and the name of the Surviving Corporation shall be "Zantaz, Inc."

(b) Filing and Effectiveness. The Merger shall formally occur when the following actions shall have been completed:

(i) An executed Certificate of Ownership on behalf of Zantaz California shall be filed with the Secretary of State of the State of California as required by Section 1110(e) of the California Corporations Code;

(ii) Executed Articles of Merger shall be filed with the Secretary of State of the Commonwealth of Massachusetts as required by Section 11.06 of Chapter 156D of the Massachusetts General Laws; and

(iii) All of the conditions precedent to the consummation of the Merger specified in this Plan shall have been satisfied or duly waived by the party entitled to satisfaction thereof

The date and time when the Merger shall formally occur, as aforesaid, is herein called the "Date of the Merger."

(c) Effect of the Merger. Upon the Date of the Merger, the separate existence of Zantaz Massachusetts shall cease and Zantaz California as the Surviving Corporation (i) shall continue to possess all of its own assets, rights, powers and property as constituted immediately prior to the Date of the Merger, (ii) shall be subject to all actions previously taken by its own and Zantaz Massachusetts's Board of Directors, (iii) shall succeed, without other transfer, to all of the assets, rights, powers and property of Zantaz Massachusetts in the manner more fully provided in the applicable provisions of the California Corporations Code and the Massachusetts General Laws, (iv) shall continue to be subject to all of the debts, liabilities and obligations of Zantaz California as constituted immediately prior to the Date of the Merger; and (v) shall succeed, without other transfer, to all of the debts, liabilities and obligations of Zantaz Massachusetts in the same manner as if Zantaz California had itself incurred them, all as more fully provided under the applicable provisions of the California Corporations Code and the Massachusetts General Laws.

2. CHARTER DOCUMENTS, DIRECTORS AND OFFICERS

(a) Articles of Incorporation. The Articles of Incorporation, as amended, of Zantaz California as in effect immediately prior to the Date of the Merger shall continue in full force and effect as the Articles of Incorporation of the Surviving Corporation until duly amended in accordance with the provisions thereof and applicable law.

(b) Bylaws. The Bylaws of Zantaz California as in effect immediately prior to the Date of the Merger shall continue in full force and effect as the Bylaws of the Surviving Corporation until duly amended in accordance with the provisions thereof and applicable law.

(c) Directors and Officers. The directors and officers of Zantaz California immediately prior to the Date of the Merger shall be the directors and officers of the Surviving Corporation until their successors shall have been duly elected and qualified or until as otherwise provided by Law, the Articles of Incorporation of the Surviving Corporation or the Bylaws of the Surviving Corporation.

3. MANNER OF CONVERSION OF STOCK

(a) Zantaz Massachusetts Common Stock. Upon the Date of the Merger, each share of Zantaz Massachusetts Common Stock issued and outstanding immediately prior thereto shall be canceled and cease to exist by virtue of the Merger and without any action by the Constituent Corporations, the holder of such shares or any other person.

4. GENERAL

(a) Covenants of Zantaz California. Zantaz California covenants and agrees that it will, on or before the Date of the Merger, take such other actions as may be required by the California Corporations Code and/or the Massachusetts General Laws to effectuate the Merger.

(b) Further Assurances. From time to time, as and when required by Zantaz California or by its successors or assigns, there shall be executed and delivered on behalf of Zantaz Massachusetts such deeds and other instruments, and there shall be taken or caused to be taken by Zantaz California such further and other actions as shall be appropriate or necessary in order to vest or perfect in or conform of record or otherwise by Zantaz California the title to and possession of all the property, interests, assets, rights, privileges, immunities, powers, franchises and authority of Zantaz Massachusetts and otherwise to carry out the purposes of this Plan, and the officers and directors of Zantaz California are fully authorized in the name and on behalf of Zantaz Massachusetts or otherwise to take any and all such action and to execute and deliver any and all such deeds and other instruments.

(c) Governing Law. This Plan shall in all respects be construed, interpreted and enforced in accordance with and governed by the laws of the State of California.

(d) Counterparts. In order to facilitate the filing and recording of this Plan, the same may be executed in any number of counterparts, each of which shall be deemed to be an original and all of which together shall constitute one and the same instrument.

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