

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/20/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Groove Networks, Inc.		04/20/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Microsoft Corporation
Street Address:	One Microsoft Way
City:	Redmond
State/Country:	WASHINGTON
Postal Code:	98052-6399
Entity Type:	CORPORATION: WASHINGTON

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2854380	GROOVE WORKSPACE
Registration Number:	2707388	
Registration Number:	2547606	GROOVE NETWORKS

CORRESPONDENCE DATA

Fax Number: (206)682-6031
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (206) 622-4900
 Email: philc@seedip.com
 Correspondent Name: William O. Ferron, Jr.
 Address Line 1: 701 Fifth Avenue
 Address Line 2: Suite 5400
 Address Line 4: Seattle, WASHINGTON 98104

ATTORNEY DOCKET NUMBER:	669005.20372
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NAME OF SUBMITTER:	William O. Ferron, Jr.
Signature:	/William O. Ferron, Jr./
Date:	04/25/2008
Total Attachments: 3 source=Merger Doc#page1.tif source=Merger Doc#page2.tif source=Merger Doc#page3.tif	

Delaware

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The First State

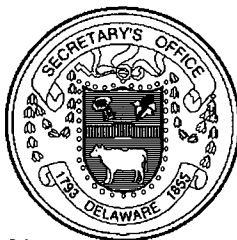
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"GROOVE NETWORKS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "MICROSOFT CORPORATION" UNDER THE NAME OF
"MICROSOFT CORPORATION", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2007, AT 5:33
O'CLOCK P.M.

2798922 8100M

080365831

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6501303

DATE: 04-04-08

TRADEMARK
REEL: 003766 FRAME: 0888

CERTIFICATE OF OWNERSHIP AND MERGER OF

GROOVE NETWORKS, INC.

INTO

MICROSOFT CORPORATION

Pursuant to Section 253 of the
General Corporation Law
of the State of Delaware

Microsoft Corporation, a corporation organized and existing under the laws of the State of Washington, hereby certifies as follows:

FIRST: That this corporation was incorporated on the 22nd day of September, 1993, pursuant to the Washington Business Corporation Act, of which permits the merger of a subsidiary corporation of another state into a parent corporation organized and existing under the laws of said state.

SECOND: That this corporation owns all of the outstanding shares of the stock of Groove Networks, Inc., a corporation incorporated on the 26th day of September 1997, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the following is a true, correct and complete copy of a resolution duly adopted by the Board of Directors of Microsoft Corporation at a properly convened meeting held on March 22, 2005, which resolution authorizes the merger of Groove Networks, Inc. into Microsoft Corporation, and that such resolution has not been amended or rescinded since the date of its adoption and is in full force and effect on the date hereof:

**"RESOLUTION REGARDING AUTHORITY OF OFFICERS TO BIND
MICROSOFT IN SUBSIDIARY MATTERS**

RESOLVED, that the Chief Financial Officer of the Company, John A. Seethoff, Assistant Corporate Secretary of the Company, Keith R. Dolliver, Assistant Corporate Secretary of the Company, and Ben Orndorff, Assistant Corporate Secretary of the Company, are hereby authorized to each act singly, and not jointly, to execute and deliver, in the name and on behalf of the Company, contracts, agreements, forms and other documents relating to the business and affairs of the Company including the formation and ongoing business activities of the Company's worldwide subsidiaries, wherever located, and to make and implement such decisions as shall be necessary to effect and confirm the business goals of the Company both in the formation of new subsidiaries and in its

relationships with existing subsidiaries, which actions shall include but shall not be limited to the type of legal entity formed, the management structure of any subsidiary, the initial and subsequent monetary investments to be made in any subsidiary, and the merger of any such subsidiary into Microsoft Corporation."

FOURTH: That this corporation survives the merger and may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of Microsoft Rendermorphics, Inc., as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code, and it does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is One Microsoft Way, Redmond, WA 98052-6399 until the surviving corporation shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made by personally delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to Microsoft Corporation at the above address.

IN WITNESS WHEREOF, said Microsoft Corporation has caused this Certificate to be signed by Benjamin O. Orndorff, its Assistant Secretary and attested by Keith R. Dolliver, its Assistant Secretary, this 20th day of April, 2007.

Microsoft Corporation

By 

Benjamin O. Orndorff, Assistant Secretary

ATTEST:

By 

Keith R. Dolliver, Assistant Secretary