

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/22/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
CallWave, Inc.		09/22/2004	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	CallWave, Inc.
Street Address:	136 West Canon Perdido Street, Suite A
City:	Santa Barbara
State/Country:	CALIFORNIA
Postal Code:	93101
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Registration Number:	3290601	WEBMESSENGER
Registration Number:	3030934	MOBILE CALL TRANSFER
Registration Number:	3105365	MOBILE CALL SCREENING
Registration Number:	3028841	IT'S WHAT'S NEXT FOR YOUR CELL PHONE
Registration Number:	3293351	
Registration Number:	2969603	
Registration Number:	2486589	CALLWAVE
Serial Number:	77086126	THINK OUTSIDE THE PHONE
Registration Number:	2722738	INTERNET ANSWERING MACHINE

**CORRESPONDENCE DATA**

Fax Number: 4156932222

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

CH \$240.00 3290601

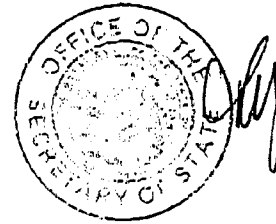
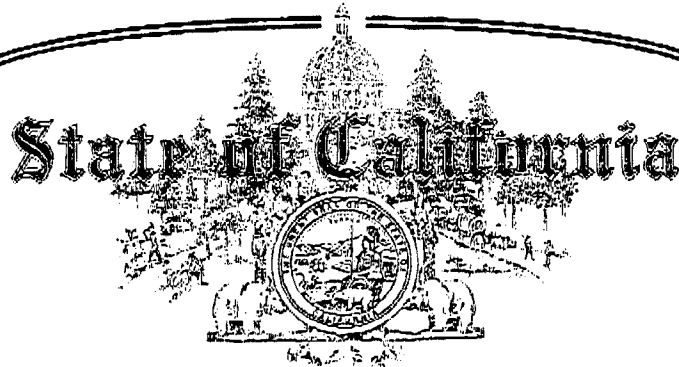
Phone: 415-693-2000  
Email: trademarks@cooley.com, agallisa@cooley.com,  
mgutknecht@cooley.com  
Correspondent Name: Ariana Gallisa Hiscott  
Address Line 1: 777 6th Street, NW, Suite 1100  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

ATTORNEY DOCKET NUMBER:	317223-101
NAME OF SUBMITTER:	Ariana Gallisa Hiscott
Signature:	/Ariana G. Hiscott/
Date:	07/20/2012

**Total Attachments: 5**

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SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 4 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

SEP 23 2004



*Kevin Shelley*  
Secretary of State

00747881

# Delaware

*The First State*

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

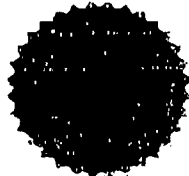
PAGE 1 SEP 22 2004

**KEVIN SHELLEY**  
Secretary of 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:

"CALLWAVE, INC.", A CALIFORNIA CORPORATION,  
WITH AND INTO "CALLWAVE, INC." UNDER THE NAME OF "CALLWAVE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF SEPTEMBER, A.D. 2004, AT 9:48 O'CLOCK A.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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040683781

AUTHENTICATION: 3366273

DATE: 09-22-04

State of Delaware  
 Secretary of State  
 Division of Corporations  
 Delivered 09:48 AM 09/22/2004  
 FILED 09:48 AM 09/22/2004  
 SRV 040683781 - 3795539 FILE

CERTIFICATE OF MERGER

OF

CALLWAVE, INC., A CALIFORNIA CORPORATION

INTO

CALLWAVE, INC., A DELAWARE CORPORATION

(Pursuant to Section 252 of the General Corporation Law of the State of Delaware)

The undersigned corporations do hereby certify that:

1. **CONSTITUENT CORPORATIONS.** The name and state of incorporation of each of the constituent corporations are:
  - CallWave, Inc., a California corporation ("CallWave California"); and
  - CallWave, Inc., a Delaware corporation ("CallWave Delaware").
2. **AGREEMENT OF MERGER.** An Agreement of Merger dated as of September 22, 2004 (the "Agreement of Merger"), by and among the constituent corporations has been approved, adopted, certified, executed and acknowledged by CallWave California and by CallWave Delaware in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.
3. **EFFECTIVE DATE.** The Merger shall become effective upon the filing of this Certificate of Merger, which time is herein sometimes referred to as the "Effective Time."
4. **SURVIVING CORPORATION.** CallWave California shall be merged with and into CallWave Delaware and the name of the surviving corporation is CallWave, Inc., a Delaware corporation (the "Surviving Corporation").
5. **CERTIFICATE OF INCORPORATION.** The Certificate of Incorporation of CallWave Delaware shall be the certificate of incorporation of the Surviving Corporation.
6. **LOCATION OF AGREEMENT OF MERGER.** The executed Agreement of Merger is on file at the principal place of business of CallWave Delaware, at 136 West Canon Perdido Street, Suite A, Santa Barbara, California 93101.
7. **DELIVERY OF COPY OF AGREEMENT OF MERGER.** A copy of the Agreement of Merger will be furnished by CallWave Delaware, on request and without cost, to any stockholder of CallWave California or CallWave Delaware.
8. **AUTHORIZED STOCK OF CONSTITUENT CORPORATION.** The authorized capital stock of CallWave California is 50,000,000 shares of common stock, no par value, and 17,391,641 shares of preferred stock, no par value, of which:
  - (a) 648,005 shares of preferred stock have been designated Series A preferred stock;

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- and
- (b) 2,828,727 shares of preferred stock have been designated Series B preferred stock;
  - (c) 1,229,166 shares of preferred stock have been designated Series C preferred stock;
  - (d) 1,705,696 shares of preferred stock have been designated Series D preferred stock;
  - (e) 7,819,347 shares of preferred stock have been designated Series E preferred stock;
  - (f) 3,000,000 shares of preferred stock have been designated Series E-1 preferred stock.

*[Signatures appear on the following page.]*

IN WITNESS WHEREOF, this Certificate of Merger has been executed on September 22, 2004.

CALLWAVE, INC., a Delaware corporation

By: [Signature]  
David F. Hofstater, President

By: [Signature]  
David S. Trandal, Secretary

CALLWAVE, INC., a California corporation

By: [Signature]  
David F. Hofstater, President

By: [Signature]  
David S. Trandal, Secretary

