

10-26-1998

FORM PTO-1594
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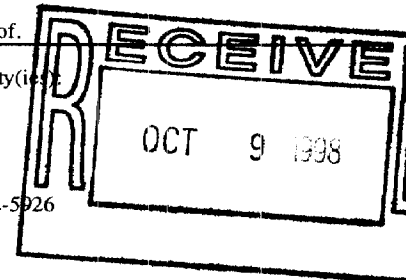


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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

100860271

To the Honorable Commissioner of Patents and Trademarks, original documents or copy thereof.



1. Name of conveying party(ies):

Interactive Development Environments, Inc.
U3S Corporation of America

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

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 11/13/96

2. Name and address of receiving party(ies):

Name: AONIX

Address: 5040 Shoreham Place
San Diego, California 92122-5926

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State (Delaware) (surviving corporation)
- Other

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)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

74/598,667

B. Trademark registration No.(s)

N/A

Additional numbers attached? Yes No

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

Jeffrey H. Kaufman, Esquire
OBLON, SPIVAK, McCLELLAND, MAIER & NEUSTADT, P.C.
Attorneys at Law
Fourth Floor
1755 Jefferson Davis Highway
Arlington, Virginia 22202

OSMMN Ref: 7793-0018-33

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): . . . \$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 15-0030
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Jeffrey H. Kaufman
Name of Person Signing

Signature

October 9, 1998
Date

Total number of pages including cover sheet, attachments, and document: 4

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

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Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

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ENDORSED
FILED

In the office of the Secretary of
of the State of California

NOV 15 1996

CERTIFICATE OF MERGER

OF

INTERACTIVE DEVELOPMENT ENVIRONMENTS, INC.,
a California corporation

Bill Jones
BILL JONES, Secretary of State

INTO

U3S CORPORATION OF AMERICA,
a Delaware corporation

(Under Section 252 of the general Corporation Law of the State of Delaware)

U3S CORPORATION OF AMERICA (the "Corporation"), a corporation organized and existing under and by virtue of the Delaware General Corporation Law (the "DGCL")

DOES HEREBY CERTIFY:

FIRST: That, the constituent entities are the Corporation and Interactive Development Environments, Inc., a California corporation ("IDE"). The Corporation and IDE are sometimes collectively referred to in this Certificate of Merger as the "Constituent Entities."

SECOND: That, each of the Constituent Entities approved, adopted, certified, executed and acknowledges an Agreement and Plan of Merger in accordance with the provisions of Subsection (c) of Section 252 of the DGCL. The approval by the stockholders of the Corporation was by written consent in accordance with Section 228 of the DGCL.

THIRD: That, the Corporation is the surviving corporation pursuant to the merger and that the Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the surviving corporation, except that the First Article of the Corporation's Certificate of Incorporation shall be amended to be and to read as follows:

"FIRST: The name of the corporation is Aonix (the "Corporation")"

FOURTH: That, an executed copy of the entire Agreement and Plan of Merger is on file at the Corporation's principal place of business, which is located at 101 Merritt 7, Norwalk, Connecticut 06856. In addition, a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either the Corporation or IDE.

FIFTH: That, the authorized capital stock of IDE is 15,000,000 shares, consisting of 5,000,000 shares of Series A Preferred Stock, without par value and 10,000,000 shares of Common Stock, without par value.

CV: 832663 v1 (P7801: .WPD)

TRADEMARK
REEL: 1803 FRAME: 0311

IN WITNESS WHEREOF. U3S CORPORATION OF AMERICA has caused this Certificate of Merger to be signed by Benjamin M. Goodwin, Jr., its President, on this 13 day of November, 1996.

U3S CORPORATION OF AMERICA

By: 

Benjamin M. Goodwin, Jr.
President

SIXTH: That, the merger shall become effective at the close of business on
November 15, 1996.

[Signature Page Follows]

GV: #12563 v1 (27901:..WPD)

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RECORDED: 10/09/1998

TRADEMARK
REEL: 1803 FRAME: 0313