

10-30-2000

FORM PTO-1594  
1-31-92



Attorney Docket Nos: 19968-1, -2, -8, -9, -10

U.S. DEPARTMENT OF COMMERCE  
Patents and Trademark Office

101498696

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Impresse Corporation</p> <p><input type="checkbox"/> Individual(s)                      <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership              <input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State: California</p> <p><input type="checkbox"/> Other</p> <p>Additional name(s) of conveying parties attached? <input type="checkbox"/> Yes    <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: Impresse Corporation <span style="float: right;">9-12-00</span></p> <p>Internal Address:</p> <p>Street Address: 1309 South Mary Avenue</p> <p>City: Sunnyvale    State: CA    ZIP: 94087</p> <p><input type="checkbox"/> Individual(s) citizenship: US</p> <p><input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership</p> <p><input type="checkbox"/> Limited Partnership</p> <p><input checked="" type="checkbox"/> Corporation-State: Delaware</p> <p><input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes    <input type="checkbox"/> No</p> <p>(Designation must be a separate document from Assignment)</p> <p>Additional names and addresses attached? <input type="checkbox"/> Yes    <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment                      <input checked="" type="checkbox"/> Merger</p> <p><input type="checkbox"/> Security Agreement              <input type="checkbox"/> Change of Name</p> <p><input type="checkbox"/> Other:</p> <p>Execution Date: May 11, 2000</p>	

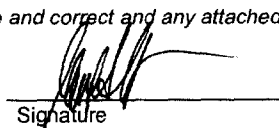
<p>4. Application Number(s) or Registration Number(s).</p> <p>A. Trademark Application No(s): <b>75/915781</b></p>	<p>B. Trademark Registration No(s):</p> <p>Additional numbers attached? <input checked="" type="checkbox"/> Yes    <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: Mark A. Steiner TOWNSEND AND TOWNSEND AND CREW LLP Two Embarcadero Center, 8<sup>th</sup> Floor San Francisco, California 94111-3834 (415) 576-0200</p>	<p>6. Total number of applications and registrations involved: 5</p> <p>7. Total fee (37 CFR 3.41): \$140.00</p> <p><input type="checkbox"/> Enclosed            <input checked="" type="checkbox"/> Charge Fees to Deposit Account</p> <p><input checked="" type="checkbox"/> Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.</p> <p>8. Deposit account number: 20-1430</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

9. Statement and signature.

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

Mark A. Steiner \_\_\_\_\_  \_\_\_\_\_ 9-7-00  
Name of Person Signing                      Signature                      Date

Total number of pages including cover sheet, attachments and document: 6

10. Change Correspondence Address to that of Part 5?  Yes     No

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

Do not detach this portion

Mail documents to be recorded with required cover to:

Asst. Commissioner for Trademarks  
Box: Assignments  
Washington, D.C. 20231

TRADEMARK  
REEL: 002163 FRAME: 0253

1. Additional name(s) of conveying party(ies):  
(Continued from Page 1)

2. Additional name(s) and address(es) of receiving party(ies):  
(Continued from Page 1)

3. Additional application number(s) or registration number(s):  
(Continued from Page 1)

A. Trademark Application No(s).

B. Trademark Registration No(s).

**75/850639**  
**75/850638**  
**75/545176**  
**76/098438**

SF 1132023 v1

Office of the Secretary of State

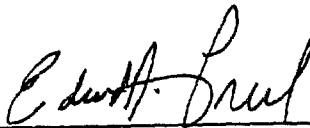
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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"IMPRESSE CORPORATION", A CALIFORNIA CORPORATION,  
WITH AND INTO "IMPRESSE CORPORATION" UNDER THE NAME OF "IMPRESSE CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF MAY, A.D. 2000, AT 4:30 O'CLOCK P.M.

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



  
Edward J. Freel, Secretary of State

3166281 8100M

001246355

AUTHENTICATION: 0439365  
DATE: 05-16-00

TRADEMARK  
REEL: 002163 FRAME: 0255

**CERTIFICATE OF MERGER****OF****IMPRESSE CORPORATION,**  
a California corporation**INTO****IMPRESSE CORPORATION,**  
a Delaware corporation

Under Section 252(c) of the Delaware General Corporation Law Impresse Corporation, a Delaware corporation, hereby certifies that:

**FIRST:** The name and state of incorporation of each of the constituent corporations to the merger are (1) **Impresse Corporation**, a California corporation, and (2) **Impresse Corporation**, a Delaware corporation.

**SECOND:** An agreement and plan of merger (the "Agreement and Plan of Merger") providing for the merger of **Impresse Corporation**, a California corporation (the "Disappearing Corporation"), into **Impresse Corporation**, a Delaware corporation (the "Surviving Corporation"), has been duly approved, adopted, certified, executed and acknowledged in accordance with Section 252(c) of the Delaware General Corporation Law.

**THIRD:** The full name of the Surviving Corporation is **Impresse Corporation**.

**FOURTH:** The certificate of incorporation of **Impresse Corporation**, a Delaware corporation, shall be the certificate of incorporation of the Surviving Corporation.

**FIFTH:** The Agreement and Plan of Merger as executed is on file at the principal place of business of the Surviving Corporation at:

**1309 South Mary Avenue  
Sunnyvale, CA 94087**


**SIXTH:** 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 any constituent corporation.

**SEVENTH:** The authorized capital stock of the Disappearing Corporation, a California corporation, is 44,600,485 shares, 27,420,000 of which are designated Common Stock, \$0.001 par value and 17,180,485 of which are designated Preferred Stock, \$0.001 par value. The authorized Preferred Stock is divided into three series: 8,580,000 shares of Series A Preferred

Stock, 4,000,000 shares of Series B Preferred Stock and 4,600,485 shares of Series C Preferred Stock

**Impresse Corporation**, a Delaware corporation, has caused this Certificate to be signed in Santa Clara County, California by Nimish Mehta, its President and Jon Gavenman, its Secretary, who affirm under penalties of perjury that the facts stated in this Certificate are true this May 11, 2000.

By:   
Nimish Mehta, President

By:   
Jon Gavenman, Secretary