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October 13, 2000

10-13-00

Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

Re: Recordation of Certificate of Merger of InterTrans, Inc. into welocalize.com, inc.
Conveying Party: InterTrans, Inc.
Receiving Party: welocalize.com, inc.
Attorney Docket No. 26300.

Dear Sir:

Please find enclosed for recordation with the U.S. Patent and Trademark Office a Certificate of Merger of InterTrans, Inc. into welocalize.com, inc.:

- 1) Conveying Party: InterTrans, Inc., a Virginia corporation
- 2) Receiving Party: welocalize.com, inc., a Delaware corporation
241 E. Fourth Street, Suite 207
Frederick, Maryland 21701
- 3) Nature of Conveyance: Merger
- 4) Application Nos.: WELOCALIZE, Serial No. 75/881,493
Registration Nos.: WE TRANSLATE INTO SUCCESS, Registration No. 2,281,609
IEBB, Registration No. 2,197,625

5) Name and Address of party to whom correspondence concerning document should be mailed:

STEVEN J. WADYKA, JR., ESQ.
Greenberg Traurig
1750 Tysons Blvd., 12th Floor
McLean, VA 22102

6) Total number of Trademark Applications and Registrations: three (3)

GREENBERG TRAURIG, LLP

1750 TYSONS BOULEVARD, SUITE 1200, MCLEAN, VIRGINIA 22102

703-749-3300 FAX 703-749-1301 www.gttechlaw.com

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TRADEMARK

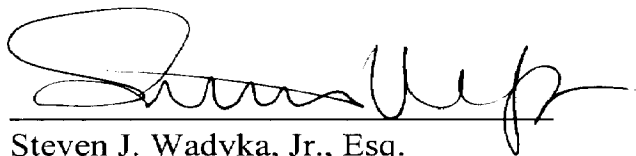
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7) Total fee enclosed: \$90.00

If any additional fees are required in connection with the filing of this application, please charge Deposit Account No. 50-0653.

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. Charges to deposit account are authorized, as indicated herein.

Respectfully submitted,



Steven J. Wadyka, Jr., Esq.

Greenberg Traurig
1750 Tysons Blvd., 12th Floor
McLean, VA 22102
(703) 749-1307

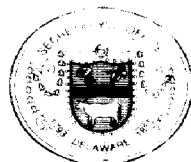
Enclosure

Office of the Secretary of State

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:

"INTERTRANS, INC.", A VIRGINIA CORPORATION,

WITH AND INTO "WELOCALIZE.COM, INC." UNDER THE NAME OF "WELOCALIZE.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF JUNE, A.D. 2000, AT 9 O'CLOCK A.M.



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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 0685294

DATE: 09-20-00

TRADEMARK
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CERTIFICATE OF MERGER
OF
INTERTRANS, INC.
INTO
welocalize.com, inc.

The undersigned corporation, welocalize.com, inc.

DOES HEREBY CERTIFY:

FIRST: That the names and states of incorporation of each of the constituent corporations of the merger are as follows:

NAME	STATE OF INCORPORATION
welocalize.com, inc.	Delaware
InterTrans, Inc.	Virginia

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation of the merger is welocalize.com, inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of welocalize.com, inc., a Delaware corporation, which is the surviving corporation, as in effect on the date of the merger provided for in this Certificate, shall continue in full force and effect as the Certificate of Incorporation of the corporation surviving this merger.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 241 East 4th Street, Suite 207, Frederick, Maryland 21701.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished on request and without cost to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of InterTrans, Inc., a Virginia corporation is 1,000 shares, no par value.

IN WITNESS WHEREOF, the undersigned duly authorized President of welocalize.com, inc. has executed this Certificate of Merger this 29th day of June, 2000.

welocalize.com, inc.

By: E. J. Smith Yowell
E.J. Smith Yowell, President

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RECORDED: 10/13/2000

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