

12-06-2000

Docket No.:

41526.410.2



Tab settings

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Attached original documents or copy thereof.

1. Name of conveying party(ies):

Interelate, LLC

11-20-00

- Individual(s)
- General Partnership
- Corporation-State
- Other Minnesota Limited Liability Company

Additional names(s) of conveying party(ies)  Yes  No

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

Name: Interelate, Inc.

Internal Address: Suite 220

Street Address: 9855 West 78th Street

City: Eden Prairie State: MN ZIP: 55344

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

If assignee is not domiciled in the United States, a domestic designation is  Yes  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

3. Nature of conveyance:

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

Execution Date: January 31, 2000

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

A. Trademark Application No.(s)

75/866,066

B. Trademark Registration No.(s)

2,397,987

Additional numbers  Yes  No

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

Name: Scott P. Sullivan

Internal Address: 1100 International Centre

Street Address: 900 Second Avenue South

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved:.....

2

7. Total fee (37 CFR 3.41):.....\$ \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

06-1910

DO NOT USE THIS SPACE

12/06/2000 MTHAI1 00000042 75866066

01 FC:481 40.00 OP  
02 FC:482 25.00 OP

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.

Scott P. Sullivan

Name of Person Signing

*Scott P. Sullivan*  
Signature

11/16/2000  
Date

Total number of pages including cover sheet, attachments, and

10

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

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:

"INTERLATE, LLC", A MINNESOTA LIMITED LIABILITY COMPANY, WITH AND INTO "INTERELATE, INC." UNDER THE NAME OF "INTERELATE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.

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



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

*Edward J. Freel, Secretary of State*

3153126 8100M

001048576

AUTHENTICATION: 0228786

DATE: 02-01-00

**TRADEMARK**  
**REEL: 002189 FRAME: 0189**

**CERTIFICATE OF MERGER**

**MERGING**

**INTERELATE, LLC, a Minnesota limited liability company**

**INTO**

**INTERELATE, INC. a Delaware corporation**

**(Pursuant to Section 264 of the General Corporation Law of Delaware)**

Interelate, Inc., a Delaware corporation (the "Corporation"), does hereby certify:

FIRST: That the Corporation is organized pursuant to the General Corporation Law of Delaware.

SECOND: That the Corporation has executed an Agreement and Plan of Merger ("Agreement of Merger") with Interelate, LLC, a Minnesota limited liability company ("Interelate Minnesota LLC"), under which Interelate Minnesota LLC will be merged into the Corporation (the "Merger").

THIRD: That the Agreement of Merger has been duly approved, adopted, certified, executed and acknowledged by both the Corporation and Interelate Minnesota LLC in accordance with Section 264 of the General Corporation Law of Delaware.

FOURTH: That the Corporation shall be the surviving entity of the Merger, and its name shall remain Interelate, Inc.

FIFTH: That the certificate of incorporation of the Corporation shall be its certificate of incorporation following the Merger.

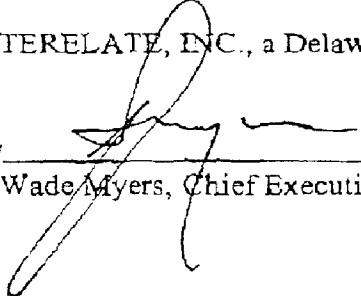
SIXTH: That the executed Agreement of Merger is on file at the offices of the Corporation located at 9855 West 78<sup>th</sup> Street, Suite 220, Eden Prairie, Minnesota 55344.

SEVENTH: That a copy of the Agreement of Merger will be furnished by the Corporation, upon request and without cost, to any stockholder of any constituent corporation or any member of any constituent limited liability company.

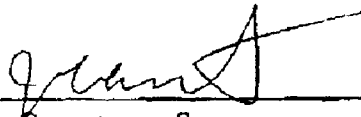
EIGHTH: The Merger shall be effective on February 1, 2000.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by Wade Myers, its Chief Executive Officer, and John Bergstrom, its Secretary, this 31st day of January, 2000.

INTERELATE, INC., a Delaware Corporation

By  \_\_\_\_\_  
Wade Myers, Chief Executive Officer

ATTEST:

By  \_\_\_\_\_  
John Bergstrom, Secretary

2333681N