

08-12-2002

Form PTO-1594  
(Rev. 03/01)  
OMB No. 0651-0027 (exp. 5/31/2002)  
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ET U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

102185785

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

1. Name of conveying party(ies):  
*8-8-02*  
**ALSYS, INC.**  
**UBS CORPORATION OF AMERICA**  
 Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies).  
Name: **ADONIX CORPORATION**  
Internal Address: \_\_\_\_\_  
Street Address: **5040 SHOREHAM PL**  
City: **SAN DIEGO** State: **CA** Zip: **92122**  
 Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 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

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other \_\_\_\_\_  
Execution Date: **8-28-96 and 11-13-96**

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s)  
B. Trademark Registration No.(s)  
**1949616 AND 1563135**  
Additional number(s) attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: **SCOTT GRUNDSTROM**  
Internal Address: **ADONIX CORPORATION**  
Street Address: **2612 MERLIN DR**  
City: **LEWISVILLE** State: **TX** Zip: **75056**

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:  
(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.*  
**Scott Grundstrom** **7-26-02**  
Name of Person Signing Signature Date  
Total number of pages including cover sheet, attachments, and document: **7**

08/09/2002  
01 FC:481  
02 FC:482  
40.00 DP  
25.00 DP

All documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

TRADEMARK  
REEL: 2559 FRAME: 0817

**CERTIFICATE OF MERGER**

**OF**

**ALSYS, INC.,**  
a Nevada corporation

**INTO**

**USS CORPORATION OF AMERICA,**  
a Delaware corporation

USS 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 Alsyes, Inc., a Nevada corporation ("Alsyes"). The Corporation and Alsyes 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 Sections 92A.100 to 92A.180, inclusive, of the Nevada Revised Statutes and 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.

**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 Meritt 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 Alsyes.

**FIFTH:** That, the authorized capital stock of Alsyes is 16,476,334 shares, consisting of 1,476,334 shares of Series C Preferred Stock, \$0.10 par value and 15,000,000 shares of Common Stock, par value \$0.01 per share.

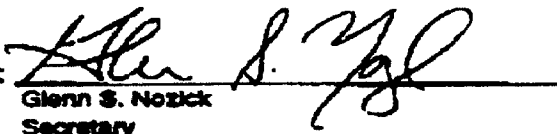
GO: #26829 v2 (XP902!.WPD)

August 30 SIXTH: That, the merger shall become effective upon the close of business on 1996.

IN WITNESS WHEREOF, USS CORPORATION OF AMERICA has caused this Certificate of Merger to be signed by Benjamin M. Goodwin, Jr., its President, and Glenn S. Nozick, its Secretary, on this 28 day of August, 1996.

**USS CORPORATION OF AMERICA**

By:   
Benjamin M. Goodwin, Jr.  
President

Attest:   
Glenn S. Nozick  
Secretary

State of Delaware  
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:

"ALSYS, INC.", A NEVADA CORPORATION,

WITH AND INTO "U3S CORPORATION OF AMERICA" UNDER THE NAME OF "U3S CORPORATION OF AMERICA", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF AUGUST, A.D. 1996, AT 2:45 O'CLOCK P.M.



Handwritten signature of Edward J. Freel in cursive script.

Edward J. Freel, Secretary of State

2129414 8100M

960280275

AUTHENTICATION:

DATE:

8128318

10-01-96

TRADEMARK

REEL: 2559 FRAME: 0820

**CERTIFICATE OF MERGER**

**OF**

**INTERACTIVE DEVELOPMENT ENVIRONMENTS, INC.,  
a California corporation**

**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 06858. 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.**

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<sup>th</sup> day of November, 1996.

U3S CORPORATION OF AMERICA

By:   
Benjamin M. Goodwin, Jr.  
President

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:

"INTERACTIVE DEVELOPMENT ENVIRONMENTS, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "US3 CORPORATION OF AMERICA" UNDER THE NAME OF "AONIX", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF NOVEMBER, A.D. 1996, AT 10:30 O'CLOCK A.M.

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



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

Edward J. Freel, Secretary of State

2129414 8100M

960333377

AUTHENTICATION: 8193692

DATE: 11-15-96