

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

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

1. Name of conveying party(ies):

INTERACTIVE DEVELOPMENT ENVIRONMENTS
INC

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

8-8-02

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

3. Nature of conveyance:

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

Execution Date: 11-13-96

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1535071

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: 1

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

- 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

Name of Person Signing

Scott Grundstrom

Signature

7-25-02

Date

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

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

08/09/2002 DBYRNE 00000235 1535071

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TRADEMARK
REEL: 2559 FRAME: 0975

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 13th day of November, 1996.

U3S CORPORATION OF AMERICA

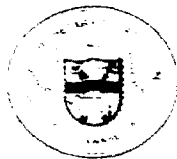
By: 
Benjamin M. Goodwin, Jr.
President

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 "U3S 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

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AUTHENTICATION: 8193692

DATE: 11-15-96