

Form PTO-1594
(rev 3/1)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
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):

**Valicert, Inc.
1215 Terra Bella Avenue
Mountain View, CA 94043-1833**

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

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

2. Name and Address of receiving party(ies)

**Tumbleweed Communications Corp.
700 Saginaw Drive
Redwood City, CA 94063**

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation - **Delaware**
- 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 - **Merger**

Execution Date: **October 22, 2003**

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

A. Trademark Application No(s).

B. Trademark Registration No(s).

2173768
2173769
2270787

Additional numbers attached? Yes No

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

**Bruce Goldner, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036-6522**

6. Total number of applications/registrations involved:

7. Total fee (37 CFR 3.41) **\$90.00**

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 032010/7)

8. Deposit Account No. **19-2385**

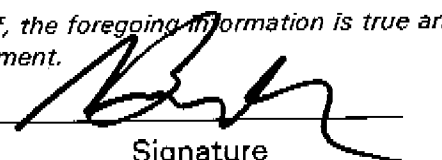
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9. Statement and signature.

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.

Bruce Goldner

Name



Signature

July 22, 2004

Date

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

CH \$90.00 192385 2173768

Delaware

PAGE 1

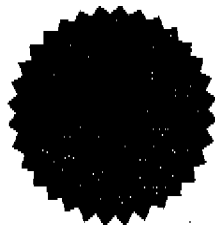
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"VALICERT, INC.", A DELAWARE CORPORATION,

WITH AND INTO "TUMBLEWEED COMMUNICATIONS CORP." UNDER THE NAME OF "TUMBLEWEED COMMUNICATIONS CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF OCTOBER, A.D. 2003, AT 2:11 O'CLOCK P.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3042098 8100M

AUTHENTICATION: 2704957

030678519

DATE: 10-22-03

TRADEMARK

REEL: 002899 FRAME: 0826

10/22/03 Delaware 14:13
Secretary of State
Division of Corporations
Delivered 02:11 PM 10/22/2003
FILED 02:11 PM 10/22/2003
SRV 030678519 - 3042098 FILE

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NO. 383 002

CERTIFICATE OF OWNERSHIP AND MERGER

OF

VALICERT, INC.

WITH AND INTO

TUMBLEWEED COMMUNICATIONS CORP.

Pursuant to Section 253 of the General
Corporation Law of the State of Delaware

Tumbleweed Communications Corp., a Delaware corporation (the "Corporation"),
hereby certifies as follows:

1. The Corporation owns all of the outstanding shares of stock of Valicert, Inc., a Delaware corporation (the "Subsidiary").
2. On October 15, 2003, the Board of Directors of the Corporation adopted the following resolutions to merge the Subsidiary into the Corporation:

WHEREAS, the Agreement and Plan of Reorganization and Merger, dated as of February 18, 2003, by and among Tumbleweed Communications Corp., a Delaware corporation (the "Corporation"), Velocity Acquisition Sub, Inc., a Delaware corporation, and Valicert, Inc. (the "Subsidiary"), as amended April 22, 2003 (the "Agreement"), contemplates the merger (the "Merger") of the Subsidiary with and into the Corporation; and

WHEREAS, the Board of Directors of the Corporation, has determined that it is advisable and in the best interests of the Corporation to merge the Subsidiary with and into the Corporation, pursuant to the Agreement.

NOW THEREFORE, BE IT RESOLVED, that the Subsidiary should merge with and into the Corporation, whereby the Corporation shall remain as the surviving corporation (the "Surviving Corporation"), pursuant to Section 253 of the DGCL; and

FURTHER RESOLVED, that by virtue of the Merger, each issued and outstanding share of common stock, par value \$0.001 per share, of the Subsidiary (the "Shares") that is owned by the Corporation, or any wholly-owned subsidiary of the corporation (the "Cancelled Shares") shall be cancelled and retired and shall cease to exist and no consideration shall be delivered in exchange therefor; and

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NO. 383 003

FURTHER RESOLVED, that the Certificate of Incorporation of the Corporation immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation; and

FURTHER RESOLVED, that the Bylaws of the Corporation immediately prior to the Merger shall be the Bylaws of the Surviving Corporation; and

FURTHER RESOLVED, that the directors of the Corporation immediately prior to the Merger shall be the directors of the Surviving Corporation, each to hold office until their respective successors are duly elected, designated or qualified, or until their earlier death, resignation or removal in accordance with the Certificate of Incorporation and Bylaws of the Surviving Corporation; and

FURTHER RESOLVED, that the officers of the Corporation immediately prior to the Merger shall be the officers of the Surviving Corporation, each to hold office until their respective successors are duly elected, designated or qualified, or until their earlier death, resignation or removal in accordance with the Certificate of Incorporation and Bylaws of the Surviving Corporation; and

FURTHER RESOLVED, that the Chief Executive Officer, President, Chief Financial Officer, Secretary, and the Assistant Secretary of the Corporation be, and each of them hereby is, authorized and directed to execute and acknowledge in the name of and on behalf of the Corporation a Certificate of Ownership and Merger setting forth, among other things, a copy of these resolutions and the date of their adoption; and that such officers are hereby authorized and directed to cause such executed Certificate of Ownership and Merger to be filed in the Office of the Secretary of State of the State of Delaware and to cause a certified copy of such Certificate to be recorded in the Office of the Recorder of Deeds of New Castle County, all in accordance with Sections 103 and 253 of the DGCL; and

FURTHER RESOLVED, that the Merger shall become effective and the corporate existence of the Subsidiary shall cease upon the filing of such Certificate of Ownership and Merger with the Secretary of State of the State of Delaware in accordance with Sections 103 and 253 of the DGCL; and

FURTHER RESOLVED, that the appropriate officers of the Corporation be, and each of them hereby is, authorized and directed to take or cause to be taken all such further actions and to execute and deliver or cause to be delivered all such further instruments and documents in the name and on behalf of the Corporation, and to incur all such fees and expenses as in their judgment shall be necessary or advisable in order to carry out fully the intent and purpose of the foregoing resolutions; and

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FURTHER RESOLVED, that all actions previously taken by the officers and directors of the Corporation in connection with the transactions contemplated by these resolutions are hereby adopted, ratified, confirmed and approved in all respects.

3. The name of the surviving corporation is Tumbleweed Communications Corp.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed in its corporate name this 21st day of October, 2003.

TUMBLEWEED COMMUNICATIONS CORP.

By:



Name: ERIC SUTER
Title: ASST. SECRETARY