

04-13-1999

FORM PTO-1619A
Expires 06/30/99
OMB 0651-0027



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U.S. Department of Commerce
Patent and Trademark Office
PATENT

RECORDATION FORM COVER SHEET
PATENTS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

4/5/99

Submission Type

New

Resubmission (Non-Recordation)
Document ID# _____

Correction of PTO Error
Reel # _____ Frame # _____

Corrective Document
Reel # _____ Frame # _____

Conveyance Type

Assignment Security Agreement

License Change of Name

Merger Other _____

U.S. Government
(For Use ONLY by U.S. Government Agencies)

Departmental File Secret File

Conveying Party(ies)

Mark if additional names of conveying parties attached

Name (line 1) Raindrop Geomagic, Inc. Execution Date
Month Day Year
03 25 1999

Name (line 2) a corporation of Illinois

Second Party

Name (line 1) _____ Execution Date
Month Day Year

Name (line 2) _____

Receiving Party

Mark if additional names of receiving parties attached

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment.)

Name (line 1) Raindrop Geomagic, Inc.

Name (line 2) a corporation of Delaware

Address (line 1) 627 Distribution Drive

Address (line 2) _____

Address (line 3) Durham NC 27713
City State/Country Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name Raindrop Geomagic, Inc.

Address (line 1) 627 Distribution Drive

Address (line 2) Durham, North Carolina 27713

Address (line 3) _____

Address (line 4) _____

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

PATENT

REEL: 9866 FRAME: 0596

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Application Number(s) or Patent Number(s) Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)			Patent Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="5850229"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor. Month Day Year

Patent Cooperation Treaty (PCT)

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT PCT PCT

PCT PCT PCT

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

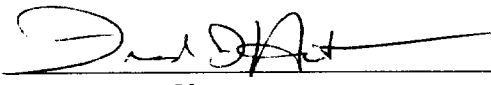
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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

Fred D. Hutchison 

Name of Person Signing Signature Date

Attorney for Resolving Georgia, Inc.

CERTIFICATE OF MERGER
of
RAINDROP GEOMAGIC, INC.
With and Into
RAINDROP ACQUISITION, INC.

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Raindrop Acquisition, Inc.	Delaware
Raindrop Geomagic, Inc.	Illinois

SECOND: That an Agreement and Plan of Merger (the "Merger Agreement") between the constituent corporations 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 upon consummation of the merger, the surviving corporation of the merger shall be Raindrop Acquisition, Inc.

FOURTH: That upon consummation of the merger, Section 1 of the Certificate of Incorporation of Raindrop Acquisition, Inc., will be amended and restated to read as set forth below:

"1. The name of the corporation shall be Raindrop Geomagic, Inc."

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 627 Distribution Drive, Durham, North Carolina 27713.

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

SEVENTH: That the authorized capital of Raindrop Geomagic, Inc. is 10,000,000 shares of Common Stock, no par value per share.

EIGHTH: Effective Time and Date. In accordance with Section 103(d) of the General Corporation Law of the State of Delaware, this Certificate of Merger shall become effective at 12:01 a.m. Eastern Standard Time on March 5, 1999 (the "Effective Date").

IN WITNESS WHEREOF, Raindrop Acquisition, Inc. has caused this Certificate of Merger to be executed on the 3rd day of March, 1999.

RAINDROP ACQUISITION, INC.

By: _____


Jon Fjeld
President

W&M: 34790.02

PATENT
REEL: 9866 FRAME: 0599



April 1, 1999

Via Certified Mail No. Z 062 037 388;
Return Receipt Requested
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Re: U.S. Patent No. 5,850,229

Dear Commissioner:

Enclosed please find the following documents:

- (1) Form PTO-1619A;
- (2) Certified copy of Certificate of Merger; and
- (3) a check in the amount of \$40.00 to cover the recordation fees.

Please record this conveyance by Raindrop Geomagic, Inc., an Illinois corporation to Raindrop Geomagic, Inc., a Delaware corporation through merger in the PTO records.

Thank you for your attention to this matter.

Very truly yours,

HUTCHISON & MASON PLLC

A handwritten signature in black ink, appearing to read 'Loryn C. Nembirkow', with a long, sweeping horizontal stroke at the end.

Loryn C. Nembirkow

Enclosure

cc: Jon Fjeld
Fred D. Hutchison, Esquire

H&M: 37261

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:

"RAINDROP GEOMAGIC, INC.", A ILLINOIS CORPORATION, WITH AND INTO "RAINDROP ACQUISITION, INC." UNDER THE NAME OF "RAINDROP GEOMAGIC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF MARCH, A.D. 1999, AT 9 O'CLOCK A.M.



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Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

03-22-99

DATE: