

MRD 5.15.00

06-05-2000

D/S

Form PTO-1595

U.S. Department of Commerce

Docket No. 18973-21 (PD25732)



NET

To the Hon. Commissioner of Pa.

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ned original documents or copy thereof.

1. Name of conveying party(ies):

Digital Equipment Corporation

Additional name of conveying party attached?  Yes  No

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

Name: Compaq Computer Corporation

Address: P.O. Box 692000  
20555 SH 249

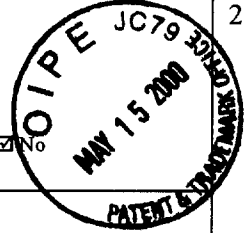
City: Houston State: TX ZIP: 77070-2698

Additional name(s) and address(es) attached?  Yes  No

3. Nature of conveyance:

Articles of Merger of Parent and Subsidiary Corporations

Execution Date: December 9, 1999



4. Application number(s) or patent numbers:

if this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

B. Patent No.(s)

09/016,320

Additional numbers attached?  Yes  No

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

Name: Leah Sherry  
Oppenheimer Wolff & Donnelly LLP

Street Address: 3373 Hillview Avenue, Suite 200  
City: Palo Alto State: California ZIP: 94304-1204

6. Total number of applications and patents involved: 1

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

Enclosed

Any discrepancy or overpayment is authorized to be charged to deposit account

06/02/2000 JSHABAZZ 00000115 09016320

8. Deposit Account number: 02-3964

01 FC:581

40.00 DP

(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.

Leah Sherry  
Name of Person Signing

Signature

May 5, 2000  
Date

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

SV/94709.01  
05052000/10:40/18973.21

PATENT  
REEL: 010820 FRAME: 0484

(S) Compaq Computer Corporation  
Federal Identification  
No. 76-0011617

Digital Equipment  
Corporation  
FEDERAL IDENTIFICATION  
NO. 04-2226590  
Fee: \$250.00 *n/c*

(M)

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Examiner  
46

# The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS (General Laws, Chapter 156B, Section 82)

We, Ben K. Wells \_\_\_\_\_, \*President / \*Vice President,

and Linda S. Auwers \_\_\_\_\_, \*Clerk / \*Assistant Clerk,

(S) of COMPAQ COMPUTER CORPORATION  
(Exact name of corporation)

organized under the laws of DELAWARE \_\_\_\_\_ and herein called the parent corporation,  
certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

(M)	NAME	STATE OF ORGANIZATION	DATE OF ORGANIZATION
	DIGITAL EQUIPMENT CORPORATION	MASSACHUSETTS	8/23/57
	<i>042226590</i>		

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

P.C.

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4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 82, Subsection (a) was duly adopted:

By unanimous vote of the Board of Directors of Compaq Computer Corporation on December 9, 1999, the following resolutions were duly adopted:

WHEREAS, the Board deems it advisable to merge Digital Equipment Corporation, a wholly owned subsidiary, into the Company; now therefore be it

RESOLVED, that the merger of Digital Equipment Corporation into the Company be and it hereby is approved, and the Company does hereby assume all of the liabilities and obligations of, and merge into itself, Digital Equipment Corporation;

FURTHER RESOLVED, that the merger shall become effective on midnight December 31, 1999;

FURTHER RESOLVED, that any Vice President or any Secretary/Clerk of the Company be and hereby is authorized and directed to execute a Certificate of Ownership and Merger setting forth a copy of these resolutions and to cause same to be filed with the Delaware Secretary of State and to execute Articles of Merger of Parent and Subsidiary Corporations and to cause same to be filed with the Massachusetts Secretary of the Commonwealth, and to take such further actions and to execute such documents as may be necessary to implement the merger; and

FURTHER RESOLVED, that the Board authorizes Michael D. Capellas, President and Chief Executive Officer of the Company, at his discretion, to amend or terminate and abandon this merger at any time prior to the time that the merger becomes effective with the Delaware Secretary of State and the Massachusetts Secretary of the Commonwealth.

*Note: Votes, for which the space provided above is not sufficient, should be listed on additional sheets to be numbered 4A, 4B, etc. Additional sheets must be 8 1/2 x 11 and have a left hand margin of 1 inch. Only one side should be used.*

MA025 - CT System Online

5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing.

December 31, 1999

Section 6 below may be deleted if the parent corporation is organized under the laws of Massachusetts.

6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by General Laws, Chapter 156B, Section 82, Subsection (e), so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligations, including taxes, in the same manner as provided in Chapter 181.

SIGNED UNDER THE PENALTIES OF PERJURY, this 9th day of December, 19 99.

Ben K. Wells \_\_\_\_\_, \*President / \*Vice President.

Linda S. Auwers \_\_\_\_\_, \*Clerk / \*Assistant Clerk.

*\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS  
(General Laws, Chapter 156B, Section 82)

I hereby approve the within Articles of Merger of Parent and Subsidiary Corporations and, the filing fee in the amount of \$ 250.00 having been paid, said articles are deemed to have been filed with me this 30<sup>th</sup> day of DECEMBER 19 99.

RECEIVED

DEC 30 1999

CORPORATION DIVISION  
SECRETARY'S OFFICE

Effective date:

12-31-99

*William Francis Galvin*

WILLIAM FRANCIS GALVIN  
Secretary of the Commonwealth

A TRUE COPY ATTEST  
*William Francis Galvin*  
WILLIAM FRANCIS GALVIN  
SECRETARY OF THE COMMONWEALTH  
DATE 1/2/00 CLERK WV

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

CT Corporation  
2 Oliver St.  
Boston, MA 00109

Telephone: \_\_\_\_\_



# *The Commonwealth of Massachusetts*

*Secretary of the Commonwealth*

*State House, Boston, Massachusetts 02133*

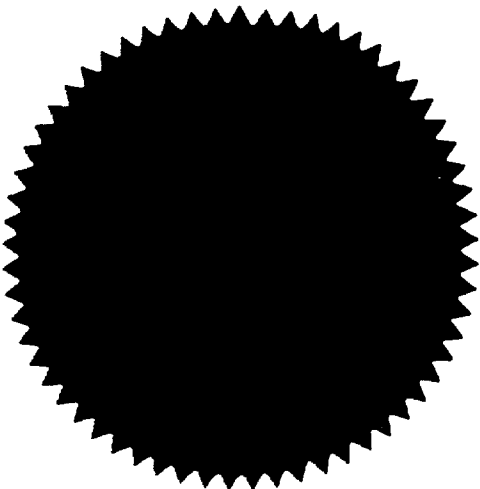
**William Francis Galvin**  
Secretary of the  
Commonwealth

January 28, 2000

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office, Articles of Merger of Parent and Subsidiary corporations were filed here December 31, 1999, pursuant to Massachusetts General Laws, Chapter 156B, Section 82, whereby the subsidiary corporation, DIGITAL EQUIPMENT CORPORATION, a Massachusetts corporation merged into the parent corporation, COMPAQ COMPUTER CORPORATION, a Delaware corporation.

This certificate is issued in accordance with the provisions of Chapter 156B, Section 84.



In testimony of which,  
I have hereunto affixed the  
Great Seal of the Commonwealth  
on the date first above written.

*William Francis Galvin*

Secretary of the Commonwealth

\*MGL Chapter 156B S83A provides that certain consolidations and mergers may be filed with the Division within thirty days **after** the effective date of the merger or consolidation.



**RECORDED: 05/15/2000**

**PATENT**  
**REEL: 010820 FRAME: 0489**