

08-10-2000

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

Submission Type

New

Resubmission (Non-Recordation)
Document ID#

Correction of PTO Error
Reel # Frame #

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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) Execution Date Month Day Year

Name (line 1) Pretty Good Privacy, Inc.

Name (line 2)

12-29-1998

Second Party

Execution Date Month Day Year

Name (line 1)

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) Networks Associates, Inc., d/b/a Network Associates, Inc.

Name (line 2) A corporation of Delaware

Address (line 1) 3965 Freedom Circle

Address (line 2)

Address (line 3) Santa Clara CA 95054

City State/Country Zip Code

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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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: 010978 FRAME: 0258

Correspondent Name and Address

Area Code and Telephone Number

(408) 395-8819

Name John A. Smart

Address (line 1)

Address (line 2) 708 Blossom Hill Rd., #201

Address (line 3) Los Gatos, CA 95032-3503

Address (line 4)

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

3

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)

08/815,164

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.

1

Fee Amount

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

40.00

Method of Payment:
Deposit Account

Enclosed 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:

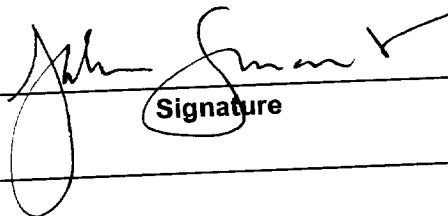
Yes No

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.

John A. Smart

Name of Person Signing



Signature

July 13, 2000

Date

State of Delaware

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 OWNERSHIP, WHICH MERGES:

"PRETTY GOOD PRIVACY, INC.", A DELAWARE CORPORATION, WITH AND INTO "NETWORKS ASSOCIATES, INC." UNDER THE NAME OF "NETWORKS ASSOCIATES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 1998, AT 4:01 O'CLOCK P.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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981507504

AUTHENTICATION: 9496871
DATE: 12-30-98

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

PRETTY GOOD PRIVACY, INC.

INTO

NETWORKS ASSOCIATES, INC.

Networks Associates, Inc. a corporation organized and existing under the laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 14th day of August, 1992, pursuant to the Delaware General Corporation Law.

SECOND: That this corporation owns all the outstanding shares of stock of Pretty Good Privacy, Inc., a corporation incorporated on the 4th day of June, 1976, pursuant to the Delaware General Corporation Law.

THIRD: Section 253 of the Delaware General Corporation Law authorizes the merger of an at least 90% owned subsidiary into its parent corporation.

FOURTH: That this corporation, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent on the 29th day of December, 1998, determined to and did merge into itself Pretty Good Privacy, Inc.

RESOLVED, that Networks Associates, Inc. merge, and it hereby does merge into itself Pretty Good Privacy, Inc. and assumes all its obligations;

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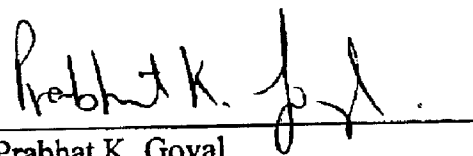
FURTHER RESOLVED, that the merger shall be effective upon the date of filing with the Secretary of State of Delaware; and

FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger in the State of Delaware setting forth a copy of the resolutions to merge Pretty Good Privacy, Inc. to assume its liabilities and obligations, and the date of adoption thereof, and to cause the same to be filed with the applicable Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect such merger.

FIFTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended and terminated and abandoned by the Board of Directors of Networks Associates, Inc. at any time prior to the date of filing the merger with the Delaware Secretary of State.

IN WITNESS WHEREOF, Networks Associates, Inc. has caused this Certificate to be signed by Prabhat K. Goyal, its Chief Financial Officer this 29th day of December, 1998.

NETWORKS ASSOCIATES, INC.

By: 
Prabhat K. Goyal
Chief Financial Officer

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RECORDED: 07/17/2000

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