

10-17-2000

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Patent and Trademark Office
Attorney Docket No: MSFT111725

To the Director - U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party: 10-2-00
Microsoft Corporation, a Delaware corporation
Execution Date: 10/29/93
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party:
Name: Microsoft Corporation, a Washington corporation
Address: One Microsoft Way

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution date: 10/29/93

City: Redmond State: WA
ZIP: 98052-6399
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):
A. Patent Application No(s). _____ B. Patent No. 5,752,252
Additional numbers attached? Yes No

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

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

Gary S. Kindness, Esq.
CHRISTENSEN O'CONNOR
JOHNSON KINDNESS^{PLLC}
1420 Fifth Avenue
Suite 2800
Seattle, WA 98101-2347
206.682.8100

6. Total number of applications and patents involved: 1
7. Total fee (37 C.F.R. 3.41): \$ 40.00
Check No. 120959 in the amount of \$40.00 is enclosed.
8. The Commissioner is hereby authorized to charge any fees under 37 C.F.R. §§ 1.16, 1.17 and 1.18 which may be required during the entire pendency of the application, or credit any overpayment, to Deposit Account No. 03-1740. This authorization also hereby includes a request for any extensions of time of the appropriate length required upon the filing of any reply during the entire prosecution of this application.

10/16/2000 NTM11 00000145 5752252

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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.

Gary S. Kindness
Name of Attorney or Agent
Registration No. 22,178
Direct Dial 206.695.1702

Gary S. Kindness 9/28/00
Signature Date

Total number of pages including cover sheet, attachments and document: 9

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to Box Assignment, Director - U.S. Patent and Trademark Office, Washington, D.C. 20231, on the date below.

Date: 9/28/00

Shannan Morgan

MSFT11725151A.DOC

PATENT
REEL: 011149 FRAME: 0075

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, *Secretary of State of the State of Washington and custodian of its seal,*

hereby certify by this certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

of

MSFT WASHINGTON CORPORATION

Merging MICROSOFT CORPORATION into MSFT WASHINGTON CORPORATION and changing name to MICROSOFT CORPORATION

as filed in this office on November 1, 1993.



Date: August 2, 1999

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital


L. Munro

Ralph Munro, Secretary of State

200-001



STATE of WASHINGTON SECRETARY of STATE

I, **Ralph Munro**, Secretary of State of the State of Washington and custodian of its seal, hereby certify that

ARTICLES OF MERGER

of

MSET WASHINGTON CORPORATION

a Washington Profit corporation,

was/were filed for record in this office on the date indicated below.

Merging MICROSOFT CORPORATION (A Delaware corp. qualified in Washington) into MSET WASHINGTON CORPORATION; and Changing name to MICROSOFT CORPORATION

Corporation Number: 600 413 485

Date: November 1, 1993

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

ARTICLES OF MERGER
OF
MSFT WASHINGTON CORPORATION

FILED
STATE OF WASHINGTON
NOV 01 1993
RALPH MUNRO
SECRETARY OF STATE E.S.

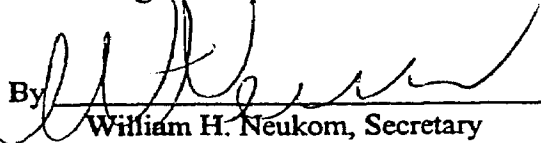
Pursuant to RCW 23B.11.050 and 23B.11.070, MSFT Washington Corporation, a Washington corporation (the "Surviving Corporation"), submits these Articles of Merger for filing:

1. The Plan and Agreement of Merger between the Surviving Corporation and Microsoft Corporation, a Delaware corporation ("Microsoft"), is attached hereto and made a part as though fully set forth herein.

2. The approval of the shareholders of Microsoft Corporation, a Delaware corporation, was obtained pursuant to Sections 251 of the Delaware General Corporation Law. The approval of the shareholders of the Surviving Corporation was obtained pursuant to RCW 23B.11.030.

Dated: NOV. 1, 1993.

MSFT WASHINGTON CORPORATION
A Washington Corporation

By 
William H. Neukom, Secretary

PLAN AND AGREEMENT OF MERGER
BETWEEN
MSFT WASHINGTON CORPORATION
AND
MICROSOFT CORPORATION

FILED
STATE OF WASHINGTON
NOV 01 1993
RALPH MUNRO
SECRETARY OF STATE E.S.

This Plan and Agreement of Merger (this "Agreement") is entered into this 29th day of October, 1993, by and between MSFT Washington Corporation, a Washington corporation (the "Surviving Corporation"), and Microsoft Corporation, a Delaware corporation ("Microsoft"). The Surviving Corporation and Microsoft are sometimes referred to jointly as the "Constituent Corporations."

RECITALS

A. Each of the Constituent Corporations are corporations organized and existing under the laws of the respective states as indicated in the first paragraph of this Agreement of Merger.

B. The shareholders and directors of each of the Constituent Corporations have deemed it advisable for the mutual benefit of the Constituent Corporations and their respective shareholders that Microsoft be merged into the Surviving Corporation pursuant to the provisions of the Washington Business Corporation Act, Title 23B of the Revised Code of Washington and the Delaware General Corporation Law.

NOW, THEREFORE, in accordance with the laws of the states of Washington and Delaware, the Constituent Corporations agree that, subject to the following terms and conditions, (i) Microsoft shall be merged into the Surviving Corporation, (ii) the Surviving Corporation shall continue to be governed by the laws of the state of Washington, and (iii) the terms of the Merger, and the mode of carrying them into effect, shall be as follows:

ARTICLE I

ARTICLES OF SURVIVING CORPORATION

The Articles of Incorporation of the Surviving Corporation as in effect immediately prior to the Effective Time of the Merger shall constitute the "Articles" of the Surviving Corporation within the meaning of Section 23B.01.400(1) of the Washington Business Corporation Act and Section 104 of the Delaware General Corporation Law, except that Article I of the Articles of Incorporation of the Surviving Corporation is hereby amended in its entirety to read as follows:

ARTICLE I. NAME

The name of the corporation is Microsoft Corporation (the "Corporation").

ARTICLE II

APPOINTMENT OF AGENT FOR SERVICE OF PROCESS

Pursuant to Section 252(d) of the Delaware General Corporation Law, the Surviving Corporation irrevocably appoints the Secretary of State of Delaware to accept service of process in any proceeding to enforce against the Surviving Corporation any obligation of any Constituent Corporation as well as for enforcement of any obligation of the Surviving Corporation arising from the merger. The Delaware Secretary of State shall mail a copy of such process to Microsoft Corporation, Attn: Legal Department, One Microsoft Way, Redmond, Washington 98052.

ARTICLE III

CONVERSION OF SHARES

3.1 Microsoft Shares. At the Effective Time of the Merger each outstanding share of the common stock of Microsoft shall automatically convert to one share of MSFT Washington Corporation. It will not be necessary for shareholders of Microsoft to exchange their existing stock certificates for stock certificates of the Surviving Corporation.

3.2 Surviving Corporation Shares. At the Effective Time of the Merger each outstanding share of the common stock of the Surviving Corporation shall be automatically cancelled and returned to the status of authorized but unissued shares.

ARTICLE IV

BYLAWS

The Bylaws of the Surviving Corporation shall be the governing Bylaws.

ARTICLE V

EFFECT OF THE MERGER

The effect of the Merger shall be as provided by the applicable provisions of the laws of Washington and Delaware. Without limiting the generality of the foregoing, and subject thereto, at the Effective Time of the Merger: the separate existence of Microsoft shall cease; the Surviving Corporation shall possess all assets and property of every description, and every interest therein, wherever located, and the rights, privileges, immunities, powers, franchises, and

authority, of a public as well as a private nature, of all of the Constituent Corporations; all obligations belonging to or due any of the Constituent Corporations shall be vested in and become the obligations of, the Surviving Corporation without further act or deed; title to any real estate or any interest therein vested in any of the Constituent Corporations shall be vested in and become the obligations of the Surviving Corporation without further act or deed; title to any real estate or any interest therein shall not revert or in any way be impaired by reason of the Merger; all rights of creditors and all liens upon any property of any of the Constituent Corporations shall be preserved unimpaired; and the Surviving Corporation shall be liable for all the obligations of the Constituent Corporations and any claim existing, or action or proceeding pending, by or against any of the Constituent Corporations may be prosecuted to judgment with right of appeal, as if the Merger had not taken place.

If at any time after the Effective Time of the Merger the Surviving corporation shall consider it to be advisable that any further conveyances, agreements, documents, instruments, and assurances of law or any other things are necessary or desirable to vest, perfect, confirm, or record in the Surviving Corporation the title to any property, rights, privileges, powers, and franchises of the Constituent Corporations or otherwise to carry out the provisions of this Agreement, the proper directors and officers of the Constituent Corporations last in office shall execute and deliver, upon the Surviving Corporation's request, any and all proper conveyances, agreements, documents, instruments, and assurances of law, and do all things necessary or proper to vest, perfect, or confirm title to such property, rights, privileges, powers, and title to such property, rights, privileges, powers, and franchises in the Surviving Corporation, and otherwise to carry out the provisions of this Agreement.

ARTICLE VI

EFFECTIVE TIME OF THE MERGER

As used in this Agreement, the "Effective Time of the Merger" shall mean the time at which executed counterparts of this Agreement or conformed copies thereof, together with duly executed Certificates or Articles of Merger have been duly filed by the Constituent Corporations in the office of the Washington Secretary of State pursuant to Section 23B.11.250 of the Washington Business Corporation Act and the Office of the Delaware Secretary of State pursuant to Section 252 of the Delaware General Corporation Law or at such time thereafter as is provided in such Certificate or Articles of Merger.

ARTICLE VII

TERMINATION

This Agreement may be terminated and the Merger abandoned by mutual consent of the directors of the Constituent Corporations at any time prior to the Effective Time of the Merger.

ARTICLE VIII

NO THIRD PARTY BENEFICIARIES

Except as otherwise specifically provided herein, nothing expressed or implied in this Agreement is intended, or shall be construed, to confer upon or give any person, firm, or corporation, other than the Constituent Corporations and their respective shareholders, any rights or remedies under or by reason of this Agreement of Merger.

IN WITNESS WHEREOF, the parties hereto have caused this Plan and Agreement of Merger to be executed as of the date first above written.

MSFT WASHINGTON CORPORATION
A Washington Corporation

By William H. Gates
William H. Gates, Chief Executive Officer

ATTEST:

William H. Neukom
William H. Neukom, Secretary

MICROSOFT CORPORATION
A Delaware Corporation

By William H. Gates
William H. Gates, Chief Executive Officer

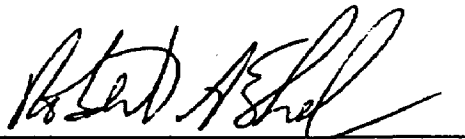
ATTEST:

William H. Neukom
William H. Neukom, Secretary

**CERTIFICATE OF ASSISTANT SECRETARY
OF MICROSOFT CORPORATION**

I, Robert A. Eshelman, the Assistant Secretary of Microsoft Corporation, a Delaware corporation, hereby certify that at the annual meeting of shareholders of Microsoft Corporation the Agreement and Plan of Merger between Microsoft Corporation and MSFT Washington Corporation was adopted by a majority of the outstanding stock of Microsoft Corporation entitled to vote thereon..

Dated: October 29, 1993.



Robert A. Eshelman

**CERTIFICATE OF ASSISTANT SECRETARY
OF MSFT WASHINGTON CORPORATION**

I, Robert A. Eshelman, Assistant Secretary of MSFT Washington Corporation, a Washington corporation, hereby certify that pursuant to a written consent by the shareholder of MSFT Washington Corporation, the Agreement and Plan of Merger between Microsoft Corporation and MSFT Washington Corporation was adopted by all of the outstanding stock of MSFT Washington Corporation entitled to vote thereon.

Dated: October 29, 1993.



Robert A. Eshelman