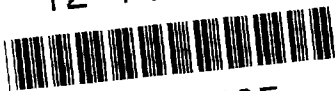


12-14-2000



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U.S. Department Of Commerce
Patent and Trademark Office
PATENT**RECORDATION FORM COVER SHEET
PATENTS ONLY**

11-22-00

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 #
- ☐ **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 attachedExecution Date
Month Day YearName (line 1) **CALLIDUS TECHNOLOGIES, INC. (an Oklahoma corporation)****10-19-2000**

Name (line 2)

Execution Date
Month Day Year**Second Party**

Name (line 1)

Name (line 2)

Receiving Party☐ Mark if additional names of receiving parties attachedName (line 1) **CALLIDUS TECHNOLOGIES, L.L.C. (an Oklahoma limited liability company)**

Name (line 2)

☐ 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.)

Address (line 1) **7130 South Lewis, Suite 635**

Address (line 2)

Address (line 3) **Tulsa,**
City**Oklahoma**
State/Country**74136-5485**
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)

12/13/2000 MTHAI1 00000125 5649820

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120.00 DP

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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: 011325 FRAME: 0104

Correspondent Name and Address

Name Gary L. Bush, Esq.
Address (line 1) Mayor, Day, Caldwell & Keeton, L.L.P.
Address (line 2) 700 Louisiana, Suite 1900
Address (line 3) Houston, Texas 77002
Address (line 4)

Area Code and Telephone Number

713/225-7106

NOV 22 2000

Pages

Enter the total number of pages of the attached conveyance document # 3
including any attachments.

Application Number(s) or Patent Number(s)

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

Patent Application Number(s)

5,649,820

5,797,332

5,073,105



Mark if additional numbers attached

Patent Number(s)

If this document is being filed together with a new Patent Application, enter the date the patent applications 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. # 3

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$120.00

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:

#50-0897

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.

Gary L. Bush

Name of Person Signing



Signature

Nov. 16, 2000

Date

CERTIFICATE OF MERGER
OF
CALLIDUS TECHNOLOGIES INC.
INTO
CALLIDUS TECHNOLOGIES, L.L.C.

The undersigned limited liability company hereby files this Certificate of Merger in accordance with the provisions of Section 2054 of the Oklahoma Limited Liability Company Act (the "Act").

- (1) The name and state of organization of each of the constituent entities is as follows:

<u>Name</u>	<u>State of Organization</u>
Callidus Technologies, L.L.C.	Oklahoma
Callidus Technologies Inc.	Oklahoma

(2) An Agreement of Merger between the parties has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with the Section 2054 of the Act and Section 1090.2 of the Oklahoma General Corporation Act.

(3) The name of the surviving entity of the merger is Callidus Technologies, L.L.C.

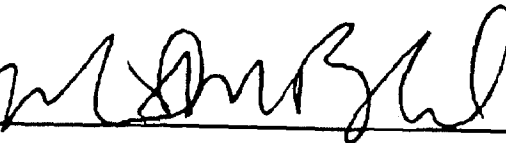
(4) The merger shall be effective at 11:59 P.M. on October 31, 2000.

(5) The executed Agreement of Merger is on file at the principal place of business of the surviving entity. The address of the principal place of business of the surviving entity is 7130 South Lewis, Suite 635, Tulsa, Oklahoma 74136-5485.

(6) A copy of the Agreement of Merger will be furnished by the surviving entity, on request and without cost, to any shareholder or member of either constituent entity.

(7) The Articles of Organization of Callidus Technologies, L.L.C. shall be the Articles of Organization of the surviving entity.

CALLIDUS TECHNOLOGIES, L.L.C.

By: 

Mitchell M. Bernhard, Manager and Secretary

CertOfMrg.wpd

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PAGE.05

PATENT
REEL: 011325 FRAME: 0106

**ARTICLES OF ORGANIZATION
OF AN
OKLAHOMA LIMITED LIABILITY COMPANY**

TO: OKLAHOMA SECRETARY OF STATE
2300 N. Lincoln Blvd., Room 101, State Capitol Building
Oklahoma City, Oklahoma 73105-4897
(405) 522-4560

The undersigned, for the purpose of forming an Oklahoma limited liability company pursuant to the provisions of 18 O.S., Section 2004, does hereby execute the following articles:


1. The name of the limited liability company (Note: The name must contain either the words **limited liability company** or **limited company** or the abbreviations **LLC, LC, L.L.C. or L.C.** The word **limited** may be abbreviated as **Ltd.** and the word **Company** may be abbreviated as **Co.**):
CALLIDUS TECHNOLOGIES, L.L.C.

2. The street address of its principal place of business, wherever located:
7130 SOUTH LEWIS, SUITE 635 TULSA OKLAHOMA 74136-5485
Street address City State Zip Code

3. The name and street address of the resident agent in the state of Oklahoma:
NEAL STENZEL 7130 SOUTH LEWIS, SUITE 635 TULSA OKLAHOMA 74136-5485
Name Street Address City State Zip Code
(P.O. Boxes are not acceptable.)

4. The term of existence: PERPETUAL

Articles of organization must be signed by at least one person who need not be a member of the limited liability company.

Dated: October 31, 2000
Signature: 

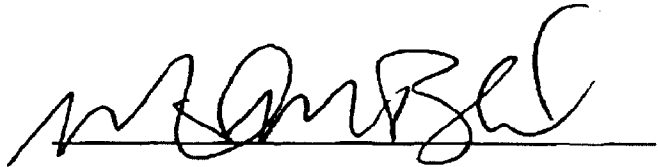
Type or Print Name: Mitchell M. Bernhard

Address: 3102 East Fifth Street, Tyler, TX 75701

**Certificate of Secretary
of
Callidus Technologies Inc.**

I, Mitchell M. Bernhard, Secretary of Callidus Technologies Inc. (the "Corporation"), hereby certify that the foregoing Agreement of Merger dated October 19, 2000 ("Agreement of Merger"), between the Corporation and Callidus Technologies, L.L.C., an Oklahoma limited liability company, was duly adopted by the holders of at least a majority of the outstanding stock of the Corporation entitled to vote thereon, in accordance with Section 1090.2 of the Oklahoma General Corporation Act.

Executed this 19th day of October, 2000.

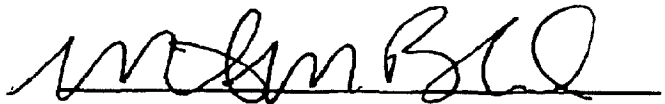


Mitchell M. Bernhard, Secretary

**Certificate of Manager/Secretary
of
Callidus Technologies, L.L.C.**

I, Mitchell M. Bernhard, a Manager/Secretary of Callidus Technologies, L.L.C. (the "Company"), hereby certify that the foregoing Agreement of Merger dated October 19, 2000 ("Agreement of Merger"), between the Company and Callidus Technologies Inc., an Oklahoma corporation, was duly adopted by at least a majority of the members of the Company entitled to vote thereon, in accordance with Section 2054 of the Oklahoma Limited Liability Company Act.

Executed this 19th day of October, 2000.



Mitchell M. Bernhard, Manager/Secretary

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