

02-20-2001



2-5-01

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PATENTS ONLYU.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party:

Visioneer, Inc.

Additional names attached

☐

yes

☒

no

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

ScanSoft, Inc.

9 Centennial Drive

Peabody, Massachusetts 01960

3. Nature of Conveyance:

☐

Assignment

☒

Change of Name

☐

Other:

Execution Date: 3/02/99

Additional name(s) & address(es)

☐

yes

☒

No

4. Application Number or Patent Number

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

Application Number

Patent Number

08/217,392

☐

If checked, additional numbers are attached

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

David N. Lathrop, Esquire
GALLAGHER & LATHROP
A Professional Corporation
601 California Street, Suite 1111
San Francisco, CA 94108-2805

6. Total Number of applications and patents involved: 1

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

☒

Enclosed

☐

Charge to deposit account (copy attached)

8. Deposit account number: 07-0137

02/20/2001 DBYRME 00000061 08217392

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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.

David N. Lathrop

Name

Signature

2/02/01

Date

Total # pages including cover sheet:

4

Mail documents to be recorded with required cover sheet information to:

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Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

State of Delaware
Office of the Secretary of State PAGE 1

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:

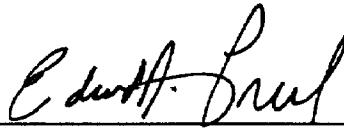
"SCANSOFT, INC.", A DELAWARE CORPORATION,

WITH AND INTO "VISIONEER, INC." UNDER THE NAME OF "SCANSOFT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SECOND DAY OF MARCH, A.D. 1999, AT 8:01 O'CLOCK A.M.



2545096 8100M

001172139



Edward J. Freel, Secretary of State

AUTHENTICATION: 0377154

DATE: 04-12-00

PATENT
REEL: 011514 FRAME: 0119

CERTIFICATE OF MERGER
MERGING
SCANSOFT, INC.,
a Delaware Corporation
WITH AND INTO
VISIONEER, INC.,
a Delaware Corporation
(PURSUANT TO SECTION 251
OF THE GENERAL CORPORATION LAW OF DELAWARE)

Visioneer, Inc., a corporation existing under the General Corporation law of the State of Delaware, hereby certifies:

1. The name and state of incorporation of each of the constituent corporations to the merger are:

<u>Name</u>	<u>State</u>
Visioneer, Inc.	Delaware
ScanSoft, Inc.	Delaware

2. The Agreement and Plan of Merger between ScanSoft, Inc. and Visioneer, Inc., dated as of December 2, 1998 (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation law of the State of Delaware.

3. The surviving entity is Visioneer, Inc. As a result of the Merger and effective upon the filing of this Certificate, Visioneer's name will be changed to ScanSoft, Inc. (the "Surviving Corporation").

4. In connection with the merger, the Amended and Restated Certificate of Incorporation of Visioneer, Inc. shall be amended so that Article I of such Amended and Restated Certificate of Incorporation shall read in its entirety as follows:

"ARTICLE I

The name of this corporation is ScanSoft, Inc."

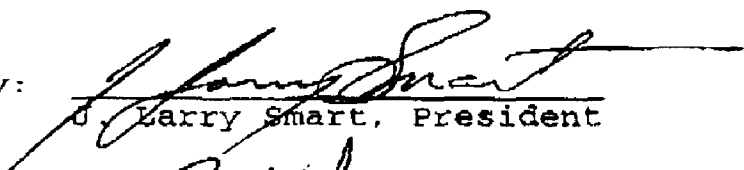
5. The executed Merger Agreement is on file at the office of the Surviving Corporation located at 9 Centennial Drive, Peabody, Massachusetts 01960.

6. 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.

IN WITNESS WHEREOF, the Surviving Corporation has caused this Certificate of Merger to be signed by its President and attested by its Secretary, this 2nd day of MARCH, 1999, and the President does hereby affirm, under penalty of perjury, that the statements contained herein have been examined by him and are true and correct.

VISIONEER, INC.,
a Delaware Corporation

By:


J. Larry Smart, President

ATTEST:

By:


Joshua L. Green, Secretary

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