

05-23-2001

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 Attorney Docket Number
 9284-048-999

TO THE HONORABLE COMMISSIONER OF PATENTS AND TRADEMARKS

 Box Assignment
 Washington, DC 20231

MRD

5-15-01

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Trusted Information Systems, Inc.

Additional name(s) of conveying party(ies) attached?

☐ Yes ☒ No

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

Name: Network Associates, Inc.

 Address: 3965 Freedom Circle
 Santa Clara, California 95054

Country (if other than USA):

3. Nature of conveyance:

☐ Assignment☒ Merger☐ Security Agreement☐ Change of Name☐ Other _____Execution Date: December 30, 1998

4. Application number(s) or patent number(s):

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) 5,361,359Additional numbers attached? ☐ Yes ☒ No

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

 PENNIE & EDMONDS LLP
 1667 K Street, N.W.
 Washington, D.C. 20006
6. Number of applications and patents involved: 1
 7. Total fee (37 CFR 3.41):.....\$ 40.00
 Please charge to the deposit account listed in Section 8.

 8. Deposit account number:
16-1150

YDE

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.

Gregory J. Gonsalves Reg. No. 43,639

For: Francis E. Morris Reg. No. 24,615

Name of Person Signing Reg. No.

 Signature
May 14, 2001

Date

Total number of pages including cover sheet:

9

 Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignment
 Washington, D.C. 20231

 PATENT
 REEL: 011812 FRAME: 0344

DC1 - 290541.1

State of Delaware

PAGE 1

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:

"TRUSTED INFORMATION SYSTEMS, 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 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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981506803

AUTHENTICATION: 9496780

DATE: 12-30-98

PATENT

REEL: 011812 FRAME: 0345



CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

TRUSTED INFORMATION SYSTEMS, 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 Trusted Information Systems, Inc., a corporation incorporated on the 29th day of May, 1996, 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 Trusted Information Systems, Inc.

RESOLVED, that Networks Associates, Inc. merge, and it hereby does merge into itself Trusted Information Systems, Inc. and assumes all its obligations;

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 Trusted Information Systems, 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



**ACTION BY WRITTEN CONSENT
OF
THE SOLE STOCKHOLDER
OF
TRUSTED INFORMATION SYSTEMS, INC.**

December 29, 1998

Pursuant to Section 141 of the Delaware General Corporation Law, the undersigned sole stockholder of Trusted Information Systems, Inc., a Delaware corporation (the "**Company**"), hereby takes the following action by written consent, effective as of the date set forth above.

Election of Director

RESOLVED, that the sole stockholder of the Company hereby elects Prabhat K. Goyal to serve as the sole director of the Corporation until such time as his successor is duly elected and qualified.

Merger with Networks Associates, Inc.

RESOLVED, that the sole stockholder of the Company approves the merger of the Company into Networks Associates, Inc. ("NAI"), such that NAI is the surviving corporation;

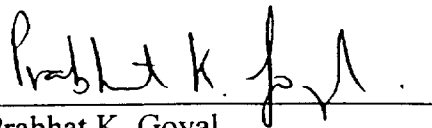
RESOLVED FURTHER, that the merger shall be effective upon the date of filing of the required documents with the Secretary of State of Delaware; and

RESOLVED FURTHER, that the proper officer of the Company be and is hereby directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or proper to effect such merger.

Grant of Authority to NAI to Act in the Prosecution of Trademark Applications

RESOLVED, that in connection with the merger of the Company into NAI, the sole stockholder of the Company grants to the proper officers of NAI full power and authority to do and perform any and every act whatsoever requisite or necessary to be done in connection with the continued prosecution of trademark applications filed on behalf of the Company, including, but not limited to, completing the process of transfer of ownership of said applications and any related registrations.

NETWORKS ASSOCIATES, INC.

By: 
Prabhat K. Goyal
Chief Financial Officer