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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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

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|---|--|
| 1. Name of conveying party(ies): WebCriteria, Inc., an Oregon corporation | 2. Name and address of receiving party(ies): |
| Additional name(s) of conveying party(ies) attached <input type="checkbox"/> yes <input checked="" type="checkbox"/> no | Name: WebCriteria, Inc., a Delaware corporation |
| 3. Nature of Conveyance: <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other (describe): | Business Address: 621 SW Morrison St., Suite 800 Portland, Oregon 97205 |
| Execution Date: March 21, 2001 | Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No |

JUL 16 2001

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

This document is being filed with a new application, the execution date of the application is:

| | |
|--|------------------|
| A. Patent Application No.(s) 09/268,815, 09/524,833 | B. Patent No.(s) |
|--|------------------|

Additional numbers attached? Yes No

| | |
|---|--|
| 5. Name and address of party to whom correspondence concerning document should be mailed: Mark M. Meininger Ipsolon LLP 805 SW Broadway #2740 Portland Oregon 97205 | 6. Total number of applications and patents involved: 2 |
|---|--|

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|---|--|
| 7. Total fee (37 CFR 3.41): \$ 80.00 <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Any deficiencies are authorized to be charged to deposit account. | 8. Deposit account number: 500241 (Attach duplicate copy of this page if paying by deposit account) |
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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.

Name: Mark M. Meininger
Registration No. 32,428

Date: July 11, 2001

Total number of pages including cover sheet: 4

PATENT
REEL: 011982 FRAME: 0411

I, HARRIET SMITH WINDSOR, 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:

"WEBCRITERIA, INC.", A OREGON CORPORATION,

WITH AND INTO "WEBCRITERIA, INC." UNDER THE NAME OF

"WEBCRITERIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2001, AT 11:30 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1140169

DATE: 05-18-01

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PATENT

REEL: 011982 FRAME: 0412

CERTIFICATE OF MERGER

**WEBCRITERIA, INC., an Oregon corporation
WITH AND INTO
WEBCRITERIA, INC., a Delaware corporation**

The undersigned corporation, WebCriteria, Inc., a Delaware corporation,
DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

| | |
|-------------------|------------------------|
| WebCriteria, Inc. | an Oregon corporation |
| WebCriteria, Inc. | a Delaware corporation |

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 252 of the General Corporation Law of Delaware and the sole stockholder of WebCriteria, Inc., a Delaware corporation, gave its written consent in accordance with section 228 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is WebCriteria, Inc., a Delaware corporation.

FOURTH: That the Certificate of Incorporation of WebCriteria, Inc., a Delaware corporation which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at an office of the surviving corporation, the address of which is 621 SW Morrison St., Suite 800, Portland, Oregon 97205.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The authorized capital stock of the foreign corporation that is a party to the merger is as follows:

| WebCriteria, Inc., an Oregon corporation | Class | Number of Shares | Par value per share |
|---|-----------|---------------------|------------------------|
| | Common | 60,000,000 | \$0.01 |
| | Preferred | 27,000,000 | \$0.01 |

Dated: March 27, 2001.

WebCriteria, Inc., a Delaware corporation

By 
Alistair Williamson, President