

08-06-2001

Form PTO-1595
(Rev. 03/01)

RECOI

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

OMB No. 0651-0027 (exp. 5/31/2002)

101800576

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

1. Name of conveying party(ies):

Portland Software, Inc.
1000 SW Broadway, Suite 1850
Portland, Oregon 97205

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: 09-06-2000

2. Name and address of receiving party(ies)

Name: Preview Systems, Inc.

Internal Address: _____

Street Address: _____

1000 SW Broadway, Suite 1850

City: Portland, Oregon 97205

State: _____ Zip: _____

Additional name(s) & address(es) attached? ☐ Yes ☒ No

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)

08/837,019

B. Patent No.(s)

5,898,777

6,189,097

6,073,256

Additional numbers attached? ☐ Yes ☒ No

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

Name: Keith A. Cushing

Internal Address: _____

Street Address: 4201 SW Vacuna Street

City: Portland State: OR Zip: 97219

6. Total number of applications and patents involved: 4

7. Total fee (37 CFR 3.41) (4x\$40.00) \$160.00

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

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.

Keith A. Cushing

Name of Person Signing

503-220-8575

Signature

07/26/2001

Date

Total number of pages including cover sheet, attachments, and documents: 7

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160.00 OP

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231PATENT
REEL: 012025 FRAME: 0448

CERTIFICATE

State of Oregon

OFFICE OF THE SECRETARY OF STATE
Corporation Division

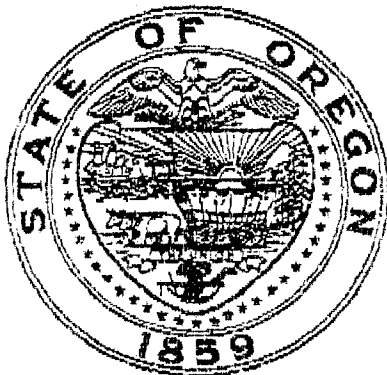
I, BILL BRADBURY, Secretary of State of Oregon, and Custodian of the Seal
of said State, do hereby certify:

That the attached copy of the
Articles of
Merger
filed on
September 6, 2000
for
PREVIEW SYSTEMS, INC.

is a true copy of the original document
that has been filed with this office.

In Testimony Whereof, I have hereunto set
my hand and affixed hereto the Seal of the
State of Oregon.

BILL BRADBURY, Secretary of State



By

Catherine K. Staples
Catherine K. Staples
September 6, 2000

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:

"PORTLAND SOFTWARE, INC.", A OREGON CORPORATION,

"PREVIEW SOFTWARE, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "PREVIEW SYSTEMS, INC." UNDER THE NAME OF "PREVIEW SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTH DAY OF SEPTEMBER, A.D. 2000, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State



State of California

SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

Bill Jones

Secretary of State

PATENT

REEL: 012025 FRAME: 0451



Secretary of State
Corporation Division
255 Capitol St. NE, Suite 151
Salem, OR 97310-1327

Check the appropriate box below:

- ☐ MULTI ENTITY MERGER
(Complete only 1, 2, 3, 4, 10, 11)
☒ FOR PARENT AND 90% OWNED SUBSIDIARY
WITHOUT SHAREHOLDER APPROVAL
(Complete only 5, 6, 7, 8, 9, 10, 11)

For office use only

FILED

SEP - 6 2000
OREGON
SECRETARY OF STATE

Survivor Registry Number 647773-87

Attach Additional Sheet if Necessary
Please Type or Print Legibly in Black Ink

1) NAMES AND TYPES OF THE ENTITIES PROPOSING TO MERGE

NAME	TYPE	REGISTRY NUMBER

2) NAME AND TYPE OF THE SURVIVING ENTITY

☐ Check here if there is a name change in this plan of merger.

3) A COPY OF THE MERGER PLAN IS ATTACHED.

4) THE PLAN OF MERGER WAS DULY AUTHORIZED AND APPROVED BY EACH ENTITY THAT IS A PARTY TO THE MERGER.

☐ A copy of the vote required by each entity is attached.

FOR PARENT AND 90% OWNED SUBSIDIARY WITHOUT SHAREHOLDER APPROVAL

5) NAME OF PARENT CORPORATION Prevview Systems, Inc. # 647773-87

Oregon Registry Number (OR Corporation)

6) NAME OF SUBSIDIARY CORPORATION Portland Software, Inc. # 422578-81

Oregon Registry Number

7) NAME OF SURVIVING CORPORATION Prevview Systems, Inc.

8) COPY OF PLAN

☒ A copy of the plan of merger setting forth the manner and basis of converting shares of the subsidiary into shares, obligations, or other securities of the parent corporation or any other corporation or into cash or other property is attached.

9) CHECK THE APPROPRIATE BOX

☐ A copy of the plan of merger or summary was mailed to each shareholder of record of the subsidiary corporation on or before

Date

☒ The mailing of a copy of the plan of summary was waived by an outstandingly stated.

10) EXECUTION

Printed Name

Roger Ruwe

Signature

Roger Ruwe

Title

VP Corporate Controller

FEES

Make check for \$10 payable to
Corporation Division

NOTE: Filing fees may be paid
with VISA or MasterCard. The
card number and expiration date
should be submitted on a separate
sheet for your protection.

11) CONTACT NAME

Roger Ruwe

DAYTIME PHONE NUMBER - INCLUDING AREA CODE

503 525-6875

CR137 (Rev. 12/99)

PATENT

REEL: 012025 FRAME: 0452

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

PREVIEW SOFTWARE, INC.

(a California corporation)

and

PORTLAND SOFTWARE, INC.

(an Oregon corporation)

into

PREVIEW SYSTEMS, INC.

(a Delaware corporation)

(PURSUANT TO SECTION 253 OF THE
DELAWARE GENERAL CORPORATION LAW)

Preview Systems, Inc., a Corporation organized and existing under the laws of the State of Delaware (the "Company"), does hereby certify:

1. The Company was incorporated on April 22, 1998 under the name P2 Software, Inc. pursuant to the Delaware General Corporation Law.
2. The Company is the owner of all of the outstanding shares of each class of capital stock of (i) Preview Software, Inc., a California corporation and (ii) Portland Software, Inc., an Oregon corporation (each, a "Subsidiary" and, together, the "Subsidiaries").
3. The laws of the State of California and the State of Oregon, as applicable, permit the merger of the Subsidiaries into the Company.
4. The Company, by the following resolutions adopted on September 5, 2000 by the Board of Directors of the Company, merges each of the Subsidiaries into the Company:

Short-Form Merger with Preview Software, Inc. and Portland Software, Inc.

RESOLVED: That the Board of Directors of the Company (the "Board") deems it to be advisable and in the best interests of the Company and its stockholders that the Company merge into itself each of its wholly-owned Subsidiaries and assume all of each Subsidiary's liabilities and obligations.

RESOLVED FURTHER: That the Company shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware, by the laws of the State of California, by the laws of the State of Oregon, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of each Subsidiary and of the Company and in any other appropriate jurisdiction.

RESOLVED FURTHER: That the terms of the merger are as follows: Upon the proposed merger becoming effective each outstanding share of Preview Software, Inc.'s Common Stock and each outstanding share of Portland Software, Inc.'s Common Stock shall cease to be outstanding, without any payment being made in respect thereof.

Omnibus Resolution

RESOLVED: That the proper officers of the Company are hereby authorized to take such other actions and sign such other documents as may be necessary or appropriate to carry out the intent of the foregoing resolutions.

Executed on September 6, 2000.

PREVIEW SYSTEMS, INC.

By: 

G. Bradford Solso
Chief Operating Officer and
Chief Financial Officer