

01-14-2002

FORM PTO-1595 (MODIFIED)

R

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)



U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

101945731

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

## 1. Name of conveying party(ies):

Voice FX Corporation

Lee Park Office Complex

1100 E. Hector Street, 4th Floor

Conshohocken, Pennsylvania 19428

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

Name: Student Advantage, Inc.

Internal Address:

Address

280 Summer Street

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

☐ Yes ☒ No

City: Boston

State: MA

Zip: 02210

## 3. Nature of conveyance:

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

Execution Date: December 22, 1999

Additional name(s) and address(es) attached?

☐ Yes☒ No

JAN - 4 2002

## 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)

60/019177 60/023258 60/023256 60/024006

60/026307 08/869753

## B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

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

Name: Michael J. Bevilacqua, Esquire

Internal Address: Hale and Dorr LLP

Street Address: 60 State Street

City: Boston State: MA Zip: 02109

## 6. Total number of applications and patents involved:

6 (six)

## 7. Total Fee (37 CFR 3.41) ..... \$240.00

☐

Enclosed

☒

Charge fees to Deposit Account

Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

## 8. Deposit account number:

08-0219

(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*

Michael J. Bevilacqua, Esquire

Name of Person Signing

Signature

November 8, 2001

Date

01/14/2002 LIRIELER 00000123 000219 60019177

01 FC:501

240.00 CH

Total number of pages including cover sheet, attachments, and document: 3

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

Commissioner of Patents &amp; Trademarks, Box Assignments

Washington, D.C. 20231

108,543.146

Hale and Dorr LLP Docket Number

PATENT  
REEL: 012445 FRAME: 0930

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

VOICE FX CORPORATION  
(a Delaware corporation)

INTO

STUDENT ADVANTAGE, INC.  
(a Delaware corporation)

Student Advantage, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of each class of the capital stock of Voice FX Corporation, a Delaware corporation.

THIRD: That the Board of Directors of the Corporation, by the following resolutions of its Board of Directors, determined to merge into itself Voice FX Corporation on the conditions set forth in such resolutions: adopted December 13, 1999,

RESOLVED: That, pursuant to Section 253 of the Delaware General Corporation Law, the Corporation merge Voice FX Corporation, a Delaware corporation which is a wholly owned subsidiary of the Corporation, into the Corporation, and assume all of said subsidiary's liabilities and obligations;

FURTHER

RESOLVED: That the President, any Vice President and Secretary of the Corporation be and each hereby is, authorized to execute a Certificate of Ownership and Merger with respect to the merger of Voice FX Corporation into the Corporation and to cause the same to be filed with the Secretary of State of Delaware, and take all such other actions and to execute all such other instruments and agreements as they or any of them may deem appropriate to effect such merger;

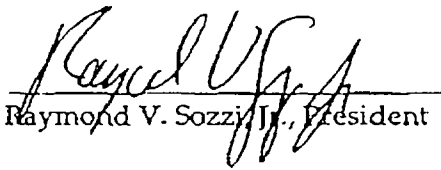
FURTHER

RESOLVED: That the merger of Voice FX Corporation into the Corporation shall be effective upon the filing of a Certificate of Ownership and Merger with the Secretary of State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer on December 22 1999.

STUDENT ADVANTAGE, INC.

By:

  
Raymond V. Sozzi, Jr., President