

**CERTIFICATE OF FACSIMILE TRANSMISSION**

I hereby certify that this correspondence or, if this paper is a transmittal letter, every other paper or fee referred to therein, is being deposited electronically, via facsimile at (703) 306-5995 to: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450, on

Date: March 9, 2004Name: Melissa ScanzilloSignature: *Melissa Scanzillo*  
Clifford Chance US LLP

Docket No. 7192-004

Commissioner of Patents

**Box Assignment**

P.O. Box 1450

Alexandria, VA 22313-1450

Please record the attached original document(s) or copy(ies) thereof:

**Conveying party(ies):**(name) (Exec. date)  
Network Specialists, Incorporated 10-16-03**Receiving party:**NSI Software, Inc.  
Two Hudson Place  
Suite 700  
Hoboken, NJ 07030**Conveyance Type:**

- |  |   |
|--|---|
| <input type="checkbox"/> Assignment        | <input type="checkbox"/> Security Agreement |
| <input type="checkbox"/> License           | <input type="checkbox"/> Change of Name     |
| <input checked="" type="checkbox"/> Merger | <input type="checkbox"/> Other              |

**Submission Type:**

- |  |             |
|--|-------------|
| <input checked="" type="checkbox"/> New          |             |
| <input type="checkbox"/> Resubmission: Doc. ID#  | _____       |
| <input type="checkbox"/> Correction of PTO error | Reel _____  |
| <input type="checkbox"/> Corrective Document     | Frame _____ |

**Application or Patent Number(s):**

Enter either Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for same property)

**Patent Application Number(s)**

09/336,777 10/729,284

**Patent Number(s)**

5,974,563 5,819,020

If this document is being filed with a new application, The application was signed by the first named executing inventor on: \_\_\_\_\_

**Correspondence Address:***Melissa Scanzillo***CLIFFORD CHANCE US LLP**

200 Park Avenue

New York, New York 10166

Telephone: (212) 878-8476

Facsimile: (212) 878-8375

**Number of Properties:**

Total number of properties involved: 4

**Fee:**

Total fee under 37 CFR 1.21(h) (\$40/per) \$160.00

- ☐ Enclosed
- ☒ Authorized to charge to Deposit Account Number: 50-0521. A duplicate copy of this cover sheet is attached.
- ☒ Please apply any additional fee or any credits to Deposit Account 50-0521.

**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.

Melissa Scanzillo

*Melissa Scanzillo*  
SignatureMarch 9, 2004

Date

# Delaware

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*The First State*

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:

"NETWORK SPECIALISTS, INCORPORATED", A NEW JERSEY CORPORATION,

WITH AND INTO "NSI SOFTWARE, INC." UNDER THE NAME OF "NSI SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF OCTOBER, A.D. 2003, AT 9:06 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2695345

DATE: 10-17-03

PATENT  
REEL: 014409 FRAME: 0162

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 09:44 PM 10/16/2003  
FILED 09:06 PM 10/16/2003  
SRV 030667602 - 3704581 FILE

**CERTIFICATE OF MERGER****OF****NETWORK SPECIALISTS, INCORPORATED,  
A New Jersey Corporation****INTO****NSI SOFTWARE, INC.,  
A Delaware Corporation**

\*\*\*\*\*

The undersigned corporation does hereby certify:

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

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Network Specialists, Incorporated	New Jersey
NSI Software, Inc.	Delaware

**SECOND:** That an Agreement 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.

**THIRD:** That the name of the surviving corporation of the merger is NSI Software, Inc., a Delaware corporation.

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

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**FIFTH:** That the executed Agreement of Merger is on file at the principal place of business of the surviving corporation, the address of which is Two Hudson Place, Suite 700, Hoboken, New Jersey 07030.

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

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

<u>Corporation</u>	<u>Class</u>	<u>Number of Shares</u>	<u>Par Value per share or statement that shares are without par value</u>
Network Specialists, Incorporated	Common	100,000,000	\$ .001
	Preferred	25,000,000	\$ .01

Dated: October 16, 2003

NSI SOFTWARE, INC.

By /s/ Donald E. Beeler, Jr.  
Donald E. Beeler, Jr., Chairman of the  
Board of Directors

ATTEST:

By /s/ Scott Meyers  
Secretary

DelCoMerg03.spd  
11/18/03 - 03/09/2004 - 10:18:04