

12/6/05 REC

12-08-2005

ET U.S. DEPARTMENT OF COMMERCE
U.S. Patent And Trademark Office



To the Honorable Commissioner For

documents or copy thereof:

103133104

1. Name of conveying party(ies):

Palmone, Inc.

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

Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other: Certificate of Ownership and Merger

Execution Date: July 11, 2005

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

Name: Palm, Inc.

Internal Address:

Street Address: 950 W. Maude Ave.

City: Sunnyvale

State: CA Zip: 94085-2801

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):

09/977,867

B. Patent No.(s):

Additional numbers attached? Yes No

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

Name: Rajiv P. Patel
Internal Address: Fenwick & West LLP
Street Address: Silicon Valley Center
801 California Street
City: Mountain View State: CA Zip Code: 94041

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): 40.00

Check Enclosed
 Fee Transmittal Enclosed
 Charge the indicated fees to the below mentioned deposit account.

8. Deposit Account No.:

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.

Rajiv P. Patel, Reg. No.: 39,327

Name of Person Signing

Rajiv Patel
Signature

11/28/2005
Date

Total number of pages including cover sheet, attachments, documents: 5

Mail documents to be recorded with required cover sheet information to: Mail Stop Assignment Recordation Services, Director of the U.S. Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450.

Case Docket No.: 24772-10591

12/07/2005 DBYRNE 00000128 09977867

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PATENT
REEL: 017311 FRAME: 0062

Delaware

PAGE 1

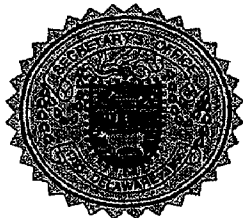
The First State

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 OWNERSHIP, WHICH MERGES:

"PALM, INC.", A DELAWARE CORPORATION,
WITH AND INTO "PALMONE, INC." UNDER THE NAME OF "PALM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF JULY, A.D. 2005, AT 9:19 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FOURTEENTH DAY OF JULY, A.D. 2005.

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



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050573684

Harriet Smith Windsor
HARRIET SMITH WINDSOR, Secretary of State
AUTHENTICATION No. 4812960

DATE: 07-12-05

PATENT
REEL: 017311 FRAME: 0063

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:19 PM 07/11/2005
FILED 09:19 PM 07/11/2005
SRV 050573684 - 3146254 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

PALM, INC.

INTO

PALMONE, INC.

Pursuant to Section 253 of the General Corporation Law of the State of Delaware, palmOne, Inc. (the "Company"), a corporation organized and existing under the laws of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Company was incorporated as Palm, Inc. on December 17, 1999 pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Company changed its name to palmOne, Inc. effective as of October 29, 2003 pursuant to the merger of PLMO Merger Corporation with and into Palm, Inc.

THIRD: That the Company owns all of the outstanding shares of the capital stock of Palm, Inc., a corporation incorporated on July 7, 2005 pursuant to the General Corporation Law of the State of Delaware.

FOURTH: That the Company, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent effective as of July 11, 2005, determined to merge Palm, Inc. with and into the Company:

WHEREAS, the Company owns all of the outstanding capital stock of Palm, Inc., a Delaware corporation ("Palm").

WHEREAS, the Board of Directors of the Company (the "Board") has determined it to be advisable and in the best interests of the Company and its stockholders to merge Palm with and into the Company pursuant to Section 253 of the Delaware General Corporation Law to change the Company's name to "Palm, Inc."

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby authorizes the Company to merge with Palm, with the Company being the surviving corporation, and to assume all of Palm's liabilities and obligations (the "Merger").

RESOLVED FURTHER, that the Merger shall be effective on July 14, 2005 in connection with the filing of a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

RESOLVED FURTHER, that upon the effectiveness of the Merger, the name of the Company shall be changed to "Palm, Inc." and Article I of the Amended and Restated Certificate of Incorporation of the Company shall be amended to read in its entirety as follows:

"ARTICLE I

The name of the Corporation is Palm, Inc. (the "Corporation")."

RESOLVED FURTHER, that the Board of Directors hereby authorizes and directs the appropriate officers of the Company (the "Authorized Persons"), and each of them, to execute and file all documents, including a Certificate of Ownership and Merger, and to take all other actions which they deem necessary or desirable to carry out the intent or accomplish the purposes of the foregoing resolutions.

IN WITNESS WHEREOF, palmOne, Inc. has caused this certificate to be signed by Mary E. Doyle, its Senior Vice President, this 11th day of July 2005.

PALMONE, INC.

By: Mary E. Doyle

Name: Mary E. Doyle

Title: Senior Vice President