

Form PTO-1595 (modified) (Rev. 6/04) OMB No. 0651-0027 (exp 6/30/2005)	RECORDATION FORM COVER SHEET PATENTS ONLY	U.S. DEPARTMENT OF COMMERCE United States Patent and Trademark Office						
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.								
1. Name of conveying party(ies): Passmark Security, Inc., a Delaware corporation <small>Additional name(s) of conveying party(ies) attached?</small>	2. Name and address of receiving party(ies): RSA Security Inc. 174 Middlesex Turnpike Bedford, MA 01730 <small>Additional name(s) and address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>							
3. Nature of conveyance: Merger Execution Date: 4/24/2006								
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: <table style="width:100%; border: none;"> <tr> <td style="width:50%; border: none;"> A. Patent Application No.(s) 10/736,954 </td> <td style="width:50%; border: none;"> B. Patent No.(s) </td> </tr> </table> <small><input type="checkbox"/> Additional numbers attached</small>			A. Patent Application No.(s) 10/736,954	B. Patent No.(s)				
A. Patent Application No.(s) 10/736,954	B. Patent No.(s)							
5. Name and address of party to whom correspondence concerning document should be mailed: Charles E. Gotlieb Innovation Partners 540 University Avenue Suite 300 Palo Alto CA 94301 US	6. Total number of applications and patents involved 1 7. Total fee (37 CFR 3.41).....\$ 40 <input checked="" type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorize to charge deposit account for any deficiencies <input type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: 07-1738 <small>(Attach duplicate copy of this page if paying by deposit account)</small>							
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. <table style="width:100%; border: none;"> <tr> <td style="width:30%; border-bottom: 1px solid black; text-align: center;"> Charles E. Gotlieb </td> <td style="width:40%; border-bottom: 1px solid black; text-align: center;"> </td> <td style="width:30%; border-bottom: 1px solid black; text-align: center;"> 11/02/2006 </td> </tr> <tr> <td style="text-align: center;"><small>Name of Person Signing</small></td> <td style="text-align: center;"><small>Signature</small></td> <td style="text-align: center;"><small>Date</small></td> </tr> </table>			Charles E. Gotlieb		11/02/2006	<small>Name of Person Signing</small>	<small>Signature</small>	<small>Date</small>
Charles E. Gotlieb		11/02/2006						
<small>Name of Person Signing</small>	<small>Signature</small>	<small>Date</small>						
		Total number of pages including cover sheet, attachments, and document: 5						

Docket 1508

Delaware

PAGE 1

The First State

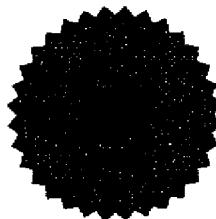
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"PASSMARK SECURITY, INC.", A DELAWARE CORPORATION,
WITH AND INTO "RSA SECURITY INC." UNDER THE NAME OF "RSA SECURITY INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF APRIL, A.D. 2006, AT 8:02 O'CLOCK A.M.

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

2091910 8100M

060374929



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4687474

DATE: 04-24-06

PATENT
REEL: 018482 FRAME: 0029

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:01 AM 04/24/2006
FILED 08:02 AM 04/24/2006
SRV 060374929 - 2091910 FILE

CERTIFICATE OF OWNERSHIP AND MERGER**MERGING**

PASSMARK SECURITY, INC.
(a Delaware corporation)

INTO

RSA SECURITY INC.
(a Delaware corporation)

RSA Security 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 was incorporated on the 23rd day of May, 1986, 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 stock of PassMark Security, Inc., a corporation incorporated on the 17th day of June, 2004 pursuant to the General Corporation Law of the State of Delaware.

THIRD: That the Board of Directors of the Corporation, at a meeting duly held on the 19th day of April, 2006, duly adopted the following resolutions:

RESOLVED: That, promptly following the Effective Time and the closing of the transactions contemplated by the Merger Agreement, and pursuant to Section 253 of the Delaware General Corporation Law, the Corporation be and hereby is authorized to merge the surviving corporation in the Merger and a wholly owned subsidiary of the Corporation at such time, into the Corporation, with the Corporation as the surviving corporation (the "Reorganization"); and that it is intended that the Merger and the Reorganization shall be mutually interdependent, shall be considered together as a single integrated transaction for United States federal income tax purposes, and shall constitute a reorganization within the meaning of Section 368(a) of the Code; and further that the Merger Agreement is hereby adopted as a "plan of reorganization" within the meaning of Sections 1.368-2(g) and 1.368-3(a) of the U.S. Income Tax Regulations.

FURTHER

RESOLVED: That the Proper Officers be, and each of them acting singly hereby is, authorized to execute a Certificate of Ownership and Merger

with respect to the Reorganization, to cause the same to be filed with the Secretary of State of the State of Delaware and to take all such other actions and to execute all such other instruments and agreements as they or any of them may deem necessary or appropriate to effect the Reorganization.

FURTHER

RESOLVED: That the Reorganization shall be effective upon the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

[Signature on following page]

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its authorized officer this 24TH day of April, 2006.

RSA SECURITY INC.

By: /s/Arthur W. Coviello, Jr.
Name: Arthur W. Coviello, Jr.
Title: President