### 501907438 05/02/2012

#### PATENT ASSIGNMENT

### Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/29/2012

#### **CONVEYING PARTY DATA**

Name	Execution Date
FatWire Corporation	03/28/2012

#### **RECEIVING PARTY DATA**

Name:	Art Technology Group, LLC	
Street Address:	500 Oracle Parkway	
Internal Address:	M/S 5op7	
City:	Redwood Shores	
State/Country:	CALIFORNIA	
Postal Code:	94065	

#### PROPERTY NUMBERS Total: 5

Property Type	Number
Application Number:	08790654
Application Number:	08879013
Application Number:	10128961
Application Number:	09262392
Application Number:	09885681

#### **CORRESPONDENCE DATA**

Fax Number: (650)326-2422 Phone: 650-326-2400

Email: mchacon@kilpatricktownsend.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent

via US Mail.

Correspondent Name: William L Shaffer

Address Line 1: Two Embarcadero Center

Address Line 2: Eighth Floor

**PATENT** 

REEL: 028141 FRAME: 0151

OF \$200,00 08/90654

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Address Line 4: San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	1142US, 1143US, 1146US	
NAME OF SUBMITTER:	William L. Shaffer	
Total Attachments: 8 source=FatWire to ATG Certificate of Merger and Merger Agreement#page1.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page2.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page3.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page4.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page5.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page6.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page7.tif source=FatWire to ATG Certificate of Merger and Merger Agreement#page8.tif		

Delaware

## The First State

I, JEFFREY W. BULLOCK, 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:

"FATWIRE CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "ART TECHNOLOGY GROUP, LLC" UNDER THE NAME OF "ORACLE OTC SUBSIDIARY LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2012, AT 7:25 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-NINTH DAY OF MARCH, A.D. 2012, AT 3:02 O'CLOCK A.M.

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

2715422 8100M

120368263

DATE: 04-02-12

AUTHENTICATION: 9473980

**PATENT** REEL: 028141 FRAME: 0153

Jeffrey W. Bullock, Secretary of State

You may verify this certificate online at corp.delaware.gov/authver.shtml

State of Delaware Secretary of State Division of Corporations Delivered 07:25 PM 03/28/2012 FILED 07:25 PM 03/28/2012 SRV 120368263 - 2715422 FILE

#### CERTIFICATE OF MERGER

**OF** 

# FATWIRE CORPORATION, a Delaware corporation

#### WITH AND INTO

# ART TECHNOLOGY GROUP, LLC a Delaware limited liability company

(Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act)

Art Technology Group, LLC, a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware ("ATG LLC"), does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent business entities of the merger is as follows:

**NAME** 

STATE OF INCORPORATION

Art Technology Group, LLC

Delaware

FatWire Corporation

Delaware

SECOND: That an agreement and plan of merger (the "Merger Agreement"), whereby FatWire Corporation is merged with and into ATG LLC (the "Merger") has been approved, adopted, executed and acknowledged by each of the constituent business entities in accordance with the requirements of Title 6, Section 18-209 of the Limited Liability Company Act and Title 8, Section 264 of the General Corporation Law of the State of Delaware.

**THIRD**: That ATG LLC shall be the limited liability company surviving the Merger.

**FOURTH**: That pursuant to and effective upon the Merger, the Certificate of Formation of ATG LLC shall be amended to change the name of ATG LLC to "Oracle OTC Subsidiary LLC".

**FIFTH:** That the Merger is to become effective at 3:02 a.m. Eastern Time on March 29, 2012.

**SIXTH:** That the executed Merger Agreement is on file at the principal place of business of the surviving limited liability company located at 500 Oracle Parkway, Redwood Shores, California 94065.

**SEVENTH:** That a copy of the Merger Agreement will be furnished by the surviving limited liability company, on request and without cost, to any member of the surviving limited liability company or any stockholder of the constituent corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this certificate of merger as of March  $\frac{\sqrt[3]{2}}{\sqrt[3]{2}}$ , 2012.

ART TECHNOLOGY GROUP, LLC

Name: Greg Hilbrich

Title: Semo Vice President, Taxation

#### AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (this "Agreement and Plan of Merger") is dated as of this 28<sup>th</sup> day of March 2012 and is by and between Art Technology Group, LLC, a Delaware limited liability company ("ATG LLC"), and FatWire Corporation, a Delaware corporation ("Fatwire US").

WHEREAS, the sole member of ATG LLC and the Board of Directors and the sole stockholder of Fatwire US have resolved that Fatwire US be merged (the "Merger"), with and into ATG LLC pursuant to the Delaware Limited Liability Company Act (the "DLLCA") and the Delaware General Corporation Law (the "DGCL"), such that ATG LLC shall be the surviving limited liability company; and

WHEREAS, the sole member of ATG LLC and the Board of Directors and the sole stockholder of Fatwire US have approved the Merger upon the terms and conditions set forth herein and have approved and adopted this Agreement and Plan of Merger.

NOW, THEREFORE, in consideration of the foregoing, the mutual covenants and agreements contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto, intending to be legally bound, hereby agree as follows:

- 1. <u>Merger and Surviving Entity</u>. At the Effective Time (as hereinafter defined), pursuant to the provisions of the DLLCA and the DGCL, (a) Fatwire US shall be merged into ATG LLC, (b) ATG LLC shall be the surviving limited liability company, and in such capacity is hereinafter sometimes referred to as the "Surviving LLC" and (c) the separate existence of Fatwire US shall cease.
- 2. Name Change; Certificate of Formation and Operating Agreement of Surviving LLC. At the Effective Time, the certificate of formation and the operating agreement of ATG LLC as in effect immediately before the Effective Time shall be amended to change the name of ATG LLC to "Oracle OTC Subsidiary LLC." As so amended, such certificate of formation and operating agreement shall be the certificate of formation and operating agreement of the Surviving LLC and shall continue in full force and effect until amended in the manner prescribed by the provisions of the DLLCA.
- 3. <u>LLC Interests and Shares</u>. At the Effective Time, each share of capital stock of Fatwire US then issued and outstanding shall be cancelled. The limited liability company interests of ATG LLC then outstanding shall not be converted as a result of the Merger, but shall remain outstanding as limited liability company interests of the Surviving LLC.
- 4. <u>Officers of Surviving LLC</u>. The officers of ATG LLC shall continue to serve as the officers of the Surviving LLC, all of whom shall hold their offices until the election and qualification of their respective successors or until their tenure is otherwise terminated in accordance with the operating agreement of the Surviving LLC.

- 5. <u>Effective Time</u>. As used herein, the term "Effective Time" shall mean 3:02 a.m. Eastern Time on March 29, 2012.
- 6. <u>Merger Filings</u>. A Certificate of Merger consistent with the terms of this Agreement and Plan of Merger shall be filed with the Secretary of State of the State of Delaware pursuant to Title 6, Section 18-209 of the DLLCA.
- 7. Copies of Plan of Merger. An original or attested copy of this Agreement and Plan of Merger shall be kept wherever the records of meetings of the members of the Surviving LLC are kept and shall be made available at said location for inspection by any member of the Surviving LLC or any person who was a stockholder of Fatwire US, and the Surviving LLC shall furnish a copy of this Agreement and Plan of Merger to any such member or person upon written request and without charge.
- 8. <u>Further Actions</u>. The officers of the Surviving LLC are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Agreement and Plan of Merger or of the merger herein provided for.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

WITNESS the execution hereof under seal on the day and year first above written.

# **ART TECHNOLOGY GROUP, LLC**, a Delaware limited liability company

By:

Name: Greg Milbrich
Title: Senior Vice President, Taxation

## FATWIRE CORPORATION,

a Delaware corporation

By:

Name: Christopher Ing
Title: Vice President

WITNESS the execution hereof under seal on the day and year first above written.

# **ART TECHNOLOGY GROUP, LLC**, a Delaware limited liability company

By: Name: Greg Hilbrich

Title: Senior Vice President, Taxation

FATWIRE CORPORATION,

a Delaware corporation

Name: Christopher Ing

Title: Vice President

**PATENT REEL: 028141 FRAME: 0160** 

**RECORDED: 05/02/2012**