

05-04-2000

FORM PTO-1618A
Expires 06/30/99
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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

05/04/2000 1008TES 00000178 75638745

01 FC:181
02 FC:182

40.00 DP
25.00 DP

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002065 FRAME: 0951

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

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

Trademark Application Number(s)

Registration Number(s)

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.) #

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

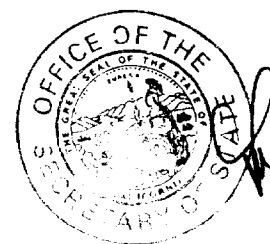
Alison B. Shames

April 7, 2000

Name of Person Signing

Signature

Date Signed



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 4 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC - 9 1999



Bill Jones

Secretary of State

AGREEMENT OF MERGER

DEC - 2 1999


BILL JONES, Secretary of State


This Agreement of Merger is entered into between VERISITY DESIGN, INC., a California corporation (herein "Surviving Corporation") and SUREFIRE VERIFICATION, INC., a California corporation (herein "Merging Corporation").

1. Merging Corporation shall be merged into Surviving Corporation.
2. The outstanding shares of Merging Corporation shall be canceled and no shares of Surviving Corporation shall be issued in exchange therefor.
3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger are as prescribed by law.

IN WITNESS WHEREOF the parties have executed this Agreement.

VERISITY DESIGN, INC.

By: 
Moshe Gabrielov, Chairman of the Board

By: 
Charles Alvarez, Chief Financial
Officer
+ Secretary

AGREEMENT OF MERGER

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3. The outstanding shares of Surviving Corporation shall remain outstanding and are not affected by the merger.
4. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out this merger.
5. The effect of the merger and the effective date of the merger are as prescribed by law.

IN WITNESS WHEREOF the parties have executed this Agreement.

SUREFIRE VERIFICATION, INC.

By: Michael J. McNamara
Michael McNamara, President

By: David Todd Massey
David Todd Massey, Secretary


**CERTIFICATE OF APPROVAL OF
AGREEMENT OF MERGER**

The undersigned hereby certifies as follows:

1. I am the Vice President and Secretary of Verisity Design, Inc., a California corporation (the "Corporation").
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and shareholder of the Corporation and by the board of directors and shareholders of the Corporation's parent.
3. The shareholder approval was by the Corporation's holder of 100% of the outstanding shares of the corporation. The percentage vote required was 100%.
4. There is only one class of shares and the number of shares outstanding is 10,000.

The undersigned further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Executed in Mountain View, California on November 12, 1999.



**Charles Alvarez, Vice President and
Secretary**

**CERTIFICATE OF APPROVAL OF
AGREEMENT OF MERGER**

The undersigned hereby certify as follows:

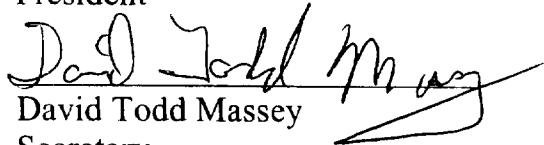
1. They are the President and Secretary, respectively, of SureFire Verification, Inc., a California corporation.
2. The principal terms of the Agreement of Merger in the form attached were duly approved by the board of directors and shareholders of the corporation.
3. The total number of issued and outstanding shares of common stock of the corporation entitled to vote on the merger is 7,671,350 shares. The total number of issued and outstanding shares of preferred stock of the corporation entitled to vote on the merger is 4,050,000 shares.
4. The number of shares of common stock and preferred stock voting in favor of the agreement of merger equaled or exceeded the vote required. The percentage vote required was 100%.

The undersigned further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of their own knowledge.

Executed in Campbell, California, November 30, 1999



Michael McNamara
President



David Todd Massey
Secretary

