

08-15-2000

FORM PTO-1618A
Expires 08/30/99
OMB 0651-0027



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
- Change of Name
- Other

Effective Date
Month Day Year
November 3, 1999

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

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 Association
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

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.)

08/15/2000 DCDATES 00000006 071907 75828628
01 FC:481
02 FC:482
40.00 CH
600.00 CH
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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 (0851-0027), 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: 002119 FRAME: 0621

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)

<input type="text" value="75/828688"/>	<input type="text" value="75/828685"/>	<input type="text" value="75/756650"/>	<input type="text" value="2,205,530"/>	<input type="text" value="2,064,941"/>	<input type="text" value="2,064,935"/>
<input type="text" value="75/828687"/>	<input type="text" value="75/828679"/>	<input type="text" value="75/741548"/>	<input type="text" value="2,248,904"/>	<input type="text" value="2,064,936"/>	<input type="text" value="2,112,173"/>
<input type="text" value="75/828686"/>	<input type="text" value="75/828180"/>	<input type="text" value="75/623872"/>	<input type="text" value="2,066,952"/>	<input type="text" value="2,034,207"/>	<input type="text"/>

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.

Nancy K. Tervo

Nancy K. Tervo

6/15/00

Name of Person Signing

Signature

Date Signed

ADDITIONAL TRADEMARK NUMBERS FOR RECORDAL

Trademark Application Numbers

Trademark Registration Numbers

75/375979
75/375978
75/375977
75/363062
75/363061
75/347583

1,901,565
1,871,862

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER OF "IMMERSION CORPORATION DELAWARE", CHANGING ITS NAME FROM "IMMERSION CORPORATION DELAWARE" TO "IMMERSION CORPORATION", FILED IN THIS OFFICE ON THE THIRD DAY OF NOVEMBER, A.D. 1999, AT 9:02 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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001010873

AUTHENTICATION: 0187199

DATE: 01-07-00

TRADEMARK
REEL: 002119 FRAME: 0624

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (the "Merger Agreement") is entered into as of November 2, 1999 by and between Immersion Corporation a California corporation ("Immersion California"), and Immersion Corporation Delaware, a Delaware corporation ("Immersion Delaware").

WITNESSETH:

WHEREAS, Immersion Delaware is a corporation duly organized and existing under the laws of the State of Delaware;

WHEREAS, Immersion California is a corporation duly organized and existing under the laws of the State of California;

WHEREAS, on the date of this Merger Agreement, Immersion Delaware has authority to issue 100,000,000 shares of Common Stock, par value \$0.001 per share (the "Immersion Delaware Common Stock"), of which 100 shares are issued and outstanding and owned by Immersion California and 10,215,717 shares of Preferred Stock, par value \$0.001 per share (the "Immersion Delaware Preferred Stock), of which no shares are issued or outstanding;

WHEREAS, on the date of this Merger Agreement, Immersion California has authority to issue 100,000,000 shares of Common Stock (the "Immersion California Common Stock"), of which 7,400,819 shares are issued and outstanding, and 5,000,000 shares of Preferred Stock (the "Immersion California Preferred Stock"), of which 3,510,923 shares are issued and outstanding;

WHEREAS, the respective Boards of Directors for Immersion Delaware and Immersion California have determined that, for the purpose of effecting the reincorporation of Immersion California in the State of Delaware, it is advisable and to the advantage of said two corporations and their shareholders that Immersion California merge with and into Immersion Delaware upon the terms and conditions herein provided; and

WHEREAS, the respective Boards of Directors of Immersion Delaware and Immersion California, the shareholders of Immersion California, and the sole stockholder of Immersion Delaware have adopted and approved this Merger Agreement;

NOW, THEREFORE, in consideration of the mutual agreements and covenants set forth herein, Immersion California and Immersion Delaware hereby agree to merge as follows:

1. Merger. Immersion California shall be merged with and into Immersion Delaware, and Immersion Delaware shall survive the merger ("Merger"), effective upon the date when this Merger Agreement is made effective in accordance with applicable law (the "Effective Date").

2. Governing Documents. The Amended and Restated Certificate of Incorporation of Immersion Delaware (the "Certificate of Incorporation") shall continue to be the Certificate of Incorporation of Immersion Delaware as the surviving Corporation. Article FIRST of the Restated Certificate of Incorporation of Immersion Delaware shall be amended to read as follows:

FIRST: The name of the Corporation is Immersion Corporation.

The Bylaws of Immersion Delaware, in effect on the Effective Date, shall continue to be the Bylaws of Immersion Delaware as the surviving Corporation without change or amendment until further amended in accordance with the provisions thereof and applicable laws.

3. Directors and Officers. The directors and officers of Immersion California shall become the directors and officers of Immersion Delaware upon the Effective Date and any committee of the Board of Directors of Immersion California shall become the members of such committees for Immersion Delaware.

4. Succession. On the Effective Date, Immersion Delaware shall succeed to Immersion California in the manner of and as more fully set forth in Section 259 of the General Corporation Law of the State of Delaware.

5. Further Assurances. From time to time, as and when required by Immersion Delaware or by its successors and assigns, there shall be executed and delivered on behalf of Immersion California such deeds and other instruments, and there shall be taken or caused to be taken by it such further and other action, as shall be appropriate or necessary in order to vest, perfect or confirm, of record or otherwise, in Immersion Delaware the title to and possession of all the property, interests, assets, rights, privileges, immunities, powers, franchises and authority of Immersion California, and otherwise to carry out the purposes of this Merger Agreement and the officers and directors of Immersion Delaware are fully authorized in the name and on behalf of Immersion California or otherwise to take any and all such action and to execute and deliver any and all such deeds and other instruments.

6. Stock of Immersion California.

a. Common Stock. Upon the Effective Date, by virtue of the Merger and without any action on the part of the holder thereof, each one (1) share of Immersion California Common Stock outstanding immediately prior thereto shall be changed and converted into 0.807 fully paid and nonassessable share of Immersion Delaware Common Stock.

b. Preferred Stock. Upon the Effective Date, by virtue of the Merger and without any action on the part of the holder thereof, (i) each one (1) share of Immersion California Series A Preferred and Series B Preferred outstanding immediately prior thereto shall be changed and converted into 4.035 fully paid and nonassessable equivalent shares of Immersion Delaware Series A Preferred or Series B Preferred Stock and (ii) each one share of Series C Preferred and Series D Preferred Stock outstanding immediately prior thereto shall be changed and converted into 0.807 fully paid and nonassessable equivalent share of Immersion Delaware Series C or Series D Preferred Stock.

c. Fractional Shares. No fractional shares which a Immersion Delaware stockholder would otherwise be entitled to receive by reason of the exchange of Immersion California stock for Immersion Delaware stock shall be issued. In lieu of any fractional shares to which a holder would otherwise be entitled, Immersion Delaware shall pay cash equal to such fraction multiplied by the fair market value of the Common Stock on the Effective Date as determined by the Board of Directors of Immersion Delaware and for the Preferred Stock, such