

02-22-2002

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Patent and Trademark Office
Docket No. 023411-2000

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of Conveying party(ies): Intrusion.com, Inc. 2-7-02</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Delaware Corporation <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Intrusion Inc. Street Address: 1101 East Arapaho Road Richardson, TX 75081</p> <p><input type="checkbox"/> Individual(s) citizenship: _____ FEB -7 2002 <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation-State: <u>Delaware</u> <input type="checkbox"/> Other: _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: October 23, 2001</p>	

4. Application number(s) or registration number(s):

A. Trademark Application No.(s): 75/933,618, 75/936,193, 75/936,195, 75/937,158, 76/086,840, 75/528,255, 76/102,513, 76/074,675, 75/928,941

B. Registration No.(s): 2,219,485; 1,824,782; 2,075,564; 2,354,074; 2,211,650; 2,212,427; 2,139,038; 2,362,882

Additional numbers attached? Yes No

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Rochelle D. Alpert, Esq. Brobeck, Phleger & Harrison LLP Spear Street Tower One Market San Francisco, CA 94105</p>	<p>6. Total number of applications and trademark registrations involved: 17</p> <p>7. Total fee (37 C.F.R. § 3.41): \$440</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account, referencing Attorney Docket: [DOCKET NUMBER]</p> <p>8. Deposit account number: <u>02-3950</u></p>
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The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 02-3950.

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.

Name: Rochelle D. Alpert Rochelle D. Alpert November 14, 2001
Signature Date

Total number of pages comprising cover sheet, attachment and document: 4

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

02/21/2002 TDINZ1 00000003 75933618

01 FC:481
02 FC:482

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TRADEMARK
REEL: 002447 FRAME: 0226

State of Delaware
Office of the Secretary of State PAGE 1

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:

"INTRUSION INC.", A DELAWARE CORPORATION,
WITH AND INTO "INTRUSION.COM, INC." UNDER THE NAME OF
"INTRUSION INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF OCTOBER, A.D. 2001, AT 11:30 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF NOVEMBER, A.D. 2001, AT 8 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2538388 8100M

AUTHENTICATION: 1404840

010528344

DATE: 10-23-01

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

INTRUSION INC.

INTO

INTRUSION.COM, INC.

Intrusion.com, Inc., a corporation organized and existing under the laws of the State of Delaware (the "**Corporation**"), under and in accordance with Section 253 of the General Corporation Law of the State of Delaware (the "**DGCL**"), does hereby certify:

FIRST: That the Corporation was incorporated pursuant to the DGCL on August 30, 1995 under the name of "Optical Data Systems, Inc."

SECOND: That the Corporation owns 100% of the outstanding shares of each class of capital stock of Intrusion, Inc., which was incorporated pursuant to the DGCL on October 22nd, 2001 ("**Subsidiary**").

THIRD: That the Board of Directors of the Corporation (the "**Board**") has, pursuant to resolutions duly adopted at a meeting of the Board dated October 17, 2001 and filed with the minutes of the Board, authorized and approved the merger of Subsidiary with and into the Corporation (the "**Merger**"). Such resolutions have not been modified or rescinded and are in full force and effect on the date hereof. A true and correct copy of such resolutions are attached hereto as Exhibit A.

FIFTH: That the Corporation shall be the surviving corporation in the Merger (the "**Surviving Corporation**").

SIXTH: That the Merger shall be effective on November 1, 2001 at 8:00 a.m., Eastern Standard Time.

SEVENTH: That the Certificate of Incorporation of the Corporation, as amended and in effect on the date hereof, shall be the Certificate of Incorporation of the Surviving Corporation; provided, however, that at the effective time of the Merger, Article One of the Certificate of Incorporation of the Surviving Corporation shall be amended in its entirety to read as follows: "**The name of the corporation is Intrusion Inc.**"

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Ownership and Merger on behalf of the Corporation on October 23, 2001.

INTRUSION.COM, INC.

/s/ Timothy W. Kinnear

Timothy W. Kinnear

President and Chief Executive Officer

C:\TEMP\Intrusion.com_Name Change_Certificate of Ownership & Merger.DOC