

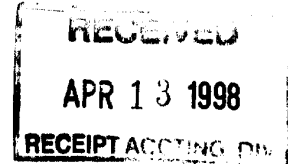
04-24-1998



TRADE

100693824

COVER SHEET



Commissioner of Patents and Trademarks
Box Assignments
Washington, DC 20231

To The Honorable Commissioner of Patents and Trademarks:

Please record the attached original documents or copies thereof.

*MRD
4-13-98*

1. Name of Conveying Party: Ivy Software, Inc., a corporation incorporated under the laws of the State of Delaware.
2. Name and Address of Receiving Party: Ivy Productions, Inc., a corporation organized under the laws of the Commonwealth of Massachusetts, 201 Huntington Avenue, 13th Floor, Boston, Massachusetts 02199.
3. Nature of Conveyance: Merger.
4. Application Number or Patent Number: (a) trademark application serial number 75/242449 dated February 18, 1997.
5. Name and Address of Party to Whom Correspondence Concerning Documents Should Be Mailed: Michael R. Gottfried, Esq. or Peter J. Reitan, Esq., Burns & Levinson LLP, 125 Summer Street, Boston, Massachusetts 02110.
6. Total Number of Applications and Registrations Involved: One.
7. The trademark assignment recording fee of \$40.00 is enclosed herewith.

To the best of my knowledge, the information contained on the cover sheet is true and correct, and any copy submitted is a true copy of the original document.

Ivy Productions, Inc.

By: *Jennifer Floren*
Jennifer Floren, President

Dated: *3/17/98*

32114-1

TRADEMARK
REEL: 1728 FRAME: 0354

04/22/1998 JMWTKINS 00000139 75242449 40.00 DP
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William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

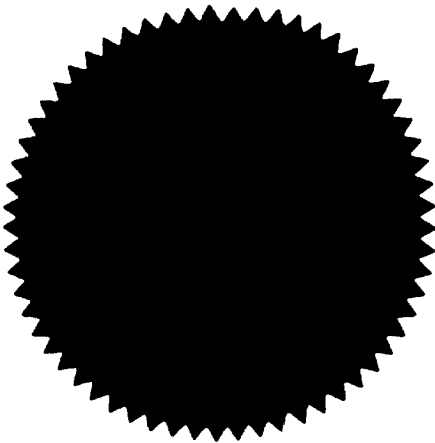
State House, Boston, Massachusetts 02133

April 2, 1998

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office Articles of Merger were filed here November 20, 1997, pursuant to Massachusetts General Laws, Chapter 156B, Section 79, whereby Ivy Software, Inc., a Delaware corporation, merged into Ivy Productions, Inc., a Massachusetts corporation and the surviving corporation.

This certificate is issued in accordance with the provisions of Chapter 156B, Section 84.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the Division within thirty days **after** the effective date of the merger of consolidation.
RECORDED: 04/13/1998 REEL: 1728 FRAME: 0355