

MD 7-13-98

RECORD THIS DOCUMENT FIRST

FORM 1595

07-17-1998

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



100766647

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

1. Name of conveying party(ies):
 Network Imaging Systems Corporation

Individual Association
 General Partnership Limited Partnership
 Corporation-State - DELAWARE
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):
 Name Network Imaging Corporation
 Internal Address: _____
 Street Address: 500 Huntmar Park Drive

 City Herndon
 State Virginia ZIP 20170-5100

Individual (s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporate-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
 Additional name(s) & addresses(es) attached?
 Yes No

3. Name of Conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: Effective January 1, 1996

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)

B. Trademark Registration No.(s)
 1,522,495
 1,742,920
 1,743,577

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Raymond A. Kurz, Esq.
 Internal Address: Rothwell, Figg, Ernst & Kurz, p.c.
Columbia Square
 Street Address: 555 Thirteenth St., N.W., S. 701 East Tower
 City: Washington, D.C.
 State: _____ Zip 20004

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41): \$ \$90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-2135 (only if additional fees are necessary)

07/16/1998 DNGUYEN 00000118 1522495

DO NOT USE THIS SPACE

01 FC:481 40.00 DP
 02 FC:482 50.00 DP

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.

Raymond A. Kurz _____ 7/17/98
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments and documents: 4

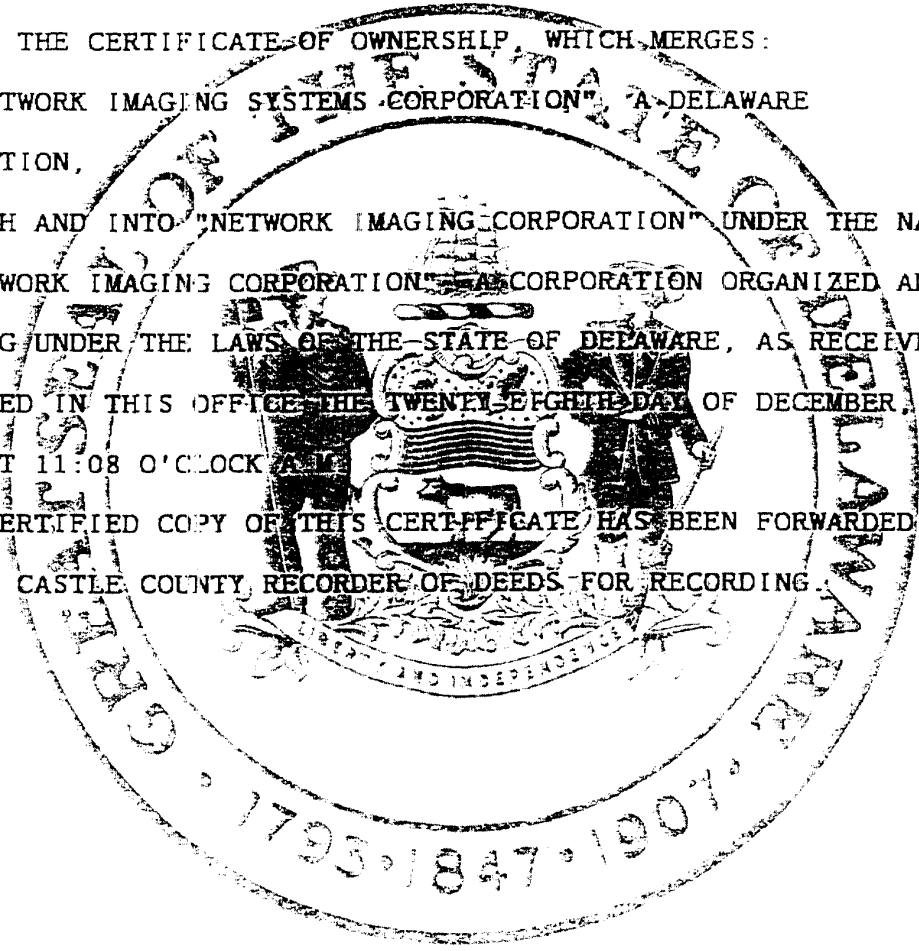
State of Delaware
Office of the Secretary of State PAGE 1

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 OWNERSHIP, WHICH MERGES:

"NETWORK IMAGING SYSTEMS CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "NETWORK IMAGING CORPORATION" UNDER THE NAME OF "NETWORK IMAGING CORPORATION" AS CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY EIGHTH DAY OF DECEMBER, A.D. 1995, AT 11:08 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7770474
TRADEMARK

REEL: 1754 FRAME: 9600

2263977 8100M

950310398

**CERTIFICATE OF OWNERSHIP AND MERGER
 MERGING
 NETWORK IMAGING SYSTEMS CORPORATION
 INTO
 NETWORK IMAGING CORPORATION
 (Pursuant to Section 253 of the General
 Corporation Law of Delaware)**

Network Imaging Corporation, a Delaware corporation (the "Corporation"), does hereby certify that:

FIRST: The Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: The Corporation owns all of the outstanding shares of each class of the capital stock of Network Imaging Systems Corporation, a Delaware corporation.

THIRD: the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 14th day of December, 1995, determined to merge into itself Network Imaging Systems Corporation on the conditions set forth in such resolutions:

RESOLVED, that Network Imaging Corporation merge into itself its wholly-owned subsidiary, Network Imaging Systems Corporation, and assume all of that subsidiary's liabilities and obligations effective as of 12:01 a.m. Washington, D.C. time on January 1, 1996;

FURTHER RESOLVED, that the Chief Executive Officer or the President and the Secretary or any Assistant Secretary of this Corporation be, and they hereby are, directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolution to merge Network Imaging Systems Corporation into this Corporation and to assume that subsidiary's liabilities and obligations and the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware and elsewhere as may be required by law.

FOURTH: This Certificate of Ownership and Merger and the merger provided for herein shall become effective as of 12:01 a.m. Washington, D.C. time on January 1, 1996.

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 11:08 AM 12/28/1995
 950310398 - 2263977

IN WITNESS WHEREOF, Network Imaging Corporation has caused its corporate seal to be affixed and this certificate to be signed by its President and attested by its Secretary, this 14th day of December, 1995.

Network Imaging Corporation

By Robert P. Bernardi
Robert P. Bernardi
Chief Executive Officer

ATTEST:

By Joseph T. Pisula
Joseph T. Pisula
Secretary

TOTAL P.04