



07-17-1998

07-31-1998



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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
7-1-98
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name **Bender Consulting, Inc.**

Execution Date
Month Day Year
6-6-98

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization **Georgia**

Receiving Party

Mark if additional names of receiving parties attached

Name **SynQuest, Inc.**

DBA/AKA/TA

Composed of

Address (line 1) **3500 Parkway Lane**

Address (line 2) **Suite 555**

City (line 3) **Norcross**

State/Country **Georgia**

Zip Code **30092**

- Individual General Partnership Limited Partnership

Corporation Association

Other

Citizenship/State of Incorporation/Organization **Georgia**

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.)

07/30/1998

FORM 1618A 00000002 1531776

FOR OFFICE USE ONLY

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40.00 OP

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: 1765 FRAME: 0512

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"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

<input type="text" value="1,531,776"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<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.

Ellen Morrissey Hughes

Name of Person Signing

Signature

July 13, 1998

Date Signed

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 981821111
CONTROL NUMBER: 9619524
EFFECTIVE DATE: 07/01/1998
REFERENCE : 0045
PRINT DATE : 07/01/1998
FORM NUMBER : 411

JODY MECKULCH
KING & SPALDING
191 PEACHTREE ST.
ATLANTA, GA 30303

CERTIFICATE OF MERGER

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby issue this certificate pursuant to Title 14 of the Official Code of Georgia annotated certifying that articles or a certificate of merger and fees have been filed regarding the merger of the below entities, effective as of the date shown above. Attached is a true and correct copy of the said filing.

Surviving Entity:
SYNQUEST, INC.
a Georgia corporation

Nonsurviving Entity/Entities:
BENDER CONSULTING, INC.
a Georgia corporation



Lewis A. Massey

Lewis A. Massey
Secretary of State
REEL: 1765 FRAME: 0514

ARTICLES OF MERGER
OF
BENDER CONSULTING, INC.
WITH AND INTO
SYNQUEST, INC.

(Pursuant to Section 14-2-1104 of the Georgia Business Corporation Code)

The undersigned corporation, organized and existing under and by virtue of the Georgia Business Corporation Code hereby delivers to the Secretary of State for filing these Articles of Merger.

1. Bender Consulting, Inc., a Georgia corporation, is merging with and into its parent and sole shareholder, SynQuest, Inc., a Georgia corporation (the "Merger"). SynQuest, Inc. will be the surviving corporation following the Merger.
2. The Plan of Merger is attached as Exhibit A hereto.
3. Pursuant to Section 14-2-1104 of the Georgia Business Corporation Code, shareholder approval by the shareholders of SynQuest, Inc. or Bender Consulting, Inc. is not required.
4. The surviving corporation certifies that a request for publication of a Notice of Merger and a publishing fee of \$40.00 have been mailed or delivered to an authorized newspaper, as required by § 14-2-1105.1(b) of the Code.

IN WITNESS WHEREOF, the undersigned corporation has caused its duly authorized officer to execute and deliver these Articles of Merger as of June 6, 1998.

SYNQUEST, INC.

By: Joseph Trino
Joseph Trino, President

Jul 1 2 09 PM '98

SECRETARY OF STATE

TRADEMARK

PLAN OF MERGER OF
BENDER CONSULTING, INC.

WITH AND INTO
SYNQUEST, INC.

I.

CORPORATIONS

The name of the parent corporation is SynQuest, Inc., a corporation organized under the laws of the State of Georgia ("SynQuest"). The name of the subsidiary corporation is Bender Consulting, Inc., a corporation organized under the laws of the State of Georgia ("Bender").

II.

MERGER

Bender will be merged with and into its parent corporation SynQuest pursuant to Section 14-2-1104 of the Georgia Business Corporation Code (the "Merger").

III.

MANNER AND BASIS OF CONVERTING SHARES

Upon the Merger becoming effective, by virtue of the Merger and without any action on the part of any holder of any shares of capital stock of Bender (the "Bender Shares"), the manner and basis for converting shares of the capital stock of Bender into shares of the capital stock of SynQuest are as follows:

Upon the Merger becoming effective, by virtue of the Merger and without any action on the part of any holder of any Bender Shares, all Bender Shares outstanding prior to the date the Merger becomes effective shall be canceled, and no cash, securities or other consideration of any kind shall be issued or paid for such Bender Shares pursuant to the Merger.



07-17-1998

KING & SPALDING

101 PEACHTREE STREET
ATLANTA, GEORGIA 30303-1763
TELEPHONE: 404/572-1600
FACSIMILE: 404/572-5100

DIRECT DIAL:

404/572-3436

DIRECT FAX:

404/572-5145

July 13, 1998

Response/No Fee
Assistant Commissioner of Patents and Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513

Attention: Assignment Branch

Re: Recordation of Merger

Dear Sir:

Enclosed is a Certificate of Merger which merges the corporations Bender Consulting, Inc. and SynQuest, Inc., SynQuest, Inc. being the surviving corporation. We request that the merger be recorded against the registrations set forth below:

<u>REGISTRATION NO.</u>	<u>MARK</u>	<u>REG./DATE</u>
1,531,776	PHYDIAS	March 28, 1989

Also enclosed are the recordation form cover sheet, our firm's check for \$40.00 for the recordation fees and our pre-addressed return postcard. Please affix the mail room stamp and return the postcard to us.

Thank you for your assistance in this matter.

Very truly yours,

Ellen Morrissey Hughes
Legal Assistant

EMH:dasl

July 13, 1998

Page 2

Enclosures:

Certificate of Merger

Check

Return postcard

Recordation Form Cover Sheet

cc: Adam S. Meyerowitz