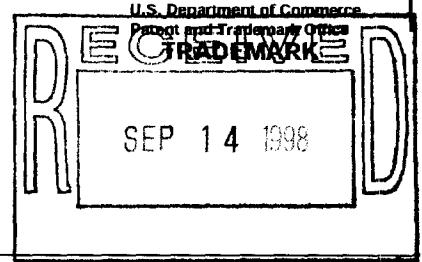


09-17-1998



100832104



MAA
9-14-98

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
 10 01 97
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
09 30 97

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

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.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including the 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: 1788 FRAME: 0492

1987-21000000-5198

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="1,939,371"/>	<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.

Thomas C. Saitta



9/11/98

Name of Person Signing

Signature

Date Signed

NO. _____ NU. _____

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

081

ARTICLES OF ~~*CONSOLIDATION~~ / *MERGER (General Laws, Chapter 156B, Section 78)

*Consolidation- / *merger of

- 042638723 NC
(M) Additional Technical Support, Inc., a
Massachusetts corporation, (M) 043028309 NC
national, Ltd., a Massachusetts corporation,
- (H) 043150482 NC
System Pros, Inc., a Massachusetts corpora-
tion, and National Software Associates, Inc.,
a Massachusetts corporation
the constituent corporations, into
- (S) National Software Associates, Inc.
*a ~~corporation~~ / *one of the constituent corporations.

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~*consolidation~~ / *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 78, and will be kept as provided by Subsection (c) thereof. The ~~*resulting~~ / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~*consolidation~~ / *merger determined pursuant to the agreement of *consolidation / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

October 1, 1997

3. (For a merger)

**The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

None

*Delete the inapplicable word. **If there are no provisions state "None".
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 11" x 17" sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet.

(For a consolidation)

(a) The purpose of the resulting corporation is to engage in the following business activities:

N/A

(b) State the total number of shares and the par value, if any, of each class of stock which the resulting corporation is authorized to issue.

N/A

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

**** (c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.**

N/A

**** (d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:**

N/A

**** (e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:**

N/A

***If there are no provisions state "None".*

4. The information contained in item 4 is not a permanent part of the Articles of Organization of the "resulting / "surviving corporation.

(a) The street address of the "resulting / "surviving corporation in Massachusetts is: (post office boxes are not acceptable.

1466 Main Street, Waltham, MA. 02154

(b) The name, residential address, and post office address of each director and officer of the "resulting / "surviving corporation

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Derek E. Dewan	7003 Gaines Court Jacksonville, FL 32217	Same
Treasurer:	Michael D. Abney	4830 Maid Marion Lane Jacksonville, FL 32210	Same
Clerk:	Michael D. Abney		
Directors:	Derek E. Dewan Michael D. Abney		

(c) The fiscal year (i.e. tax year) of the "resulting / "surviving corporation shall end on the last day of the month of: December

(d) The name and business address of the resident agent, if any, of the "resulting / "surviving corporation is:

CT Corporation System, 2 Oliver Street,
Boston, MA 02109

The undersigned officers of the several constituent corporations listed above further state under the penalties of perjury as to the respective corporations that the agreement of "consolidation / "merger has been duly executed on behalf of such corporation and duly approved by the stockholders of such corporation in the manner required by General Laws, Chapter 156B, Section

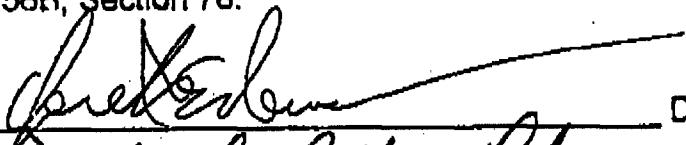
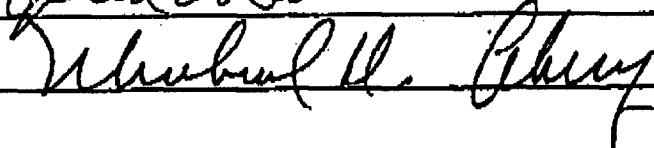
SEE ATTACHMENT

_____, "President / "Vice-President
 _____, "Clerk / "Assistant Clerk
 of _____
 (Name of constituent corporation)

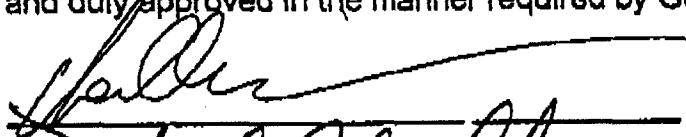
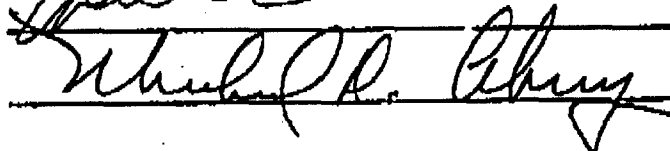
_____, "President / "Vice-President
 _____, "Clerk / "Assistant Clerk
 of _____
 (Name of constituent corporation)

ATTACHMENT TO ARTICLES OF MERGER
OF ADDITIONAL TECHNICAL SUPPORT,
INC., CADSTAR INTERNATIONAL, LTD.,
SYSTEMS PROS, INC., AND NATIONAL
SOFTWARE ASSOCIATES, INC.

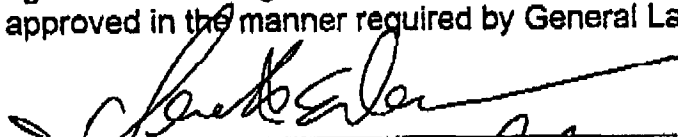
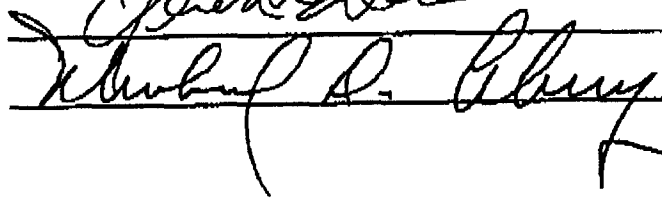
The undersigned President and Clerk of Additional Technical Support, Inc., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156R, Section 78.


Derek E. Dewan, President

Michael D. Abney, Clerk

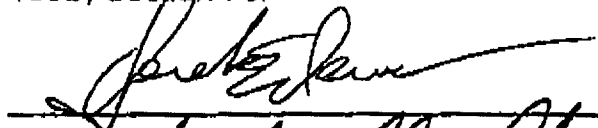
The undersigned President and Clerk of CADSTAR International, Ltd., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.


Derek E. Dewan, President

Michael D. Abney, Clerk

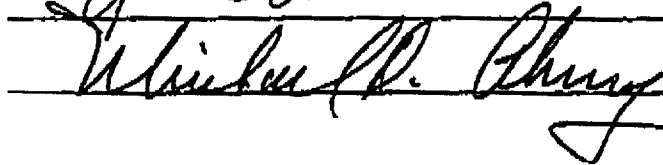
The undersigned President and Clerk of Systems Pros, Inc., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.


Derek E. Dewan, President

Michael D. Abney, Clerk

The undersigned President and Clerk of National Software Associates, Inc., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.



Derek E. Dewan, President



Michael D. Abney, Clerk

45DP

550163

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF *CONSOLIDATION / *MERGER
(General Laws, Chapter 156B, Section 78)

SEP 23 PM 3:35

I hereby approve the within Articles of *Consolidation / *Merger and
the filing fee in the amount of \$ 250, having been paid,
said articles are deemed to have been filed with me this 30th
day of September, 19 97.

Effective date: OCTOBER 1, 1997

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY ATTEST
William Francis Galvin
WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 10-10-97 CLERK *[Signature]*

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

C T CORPORATION SYSTEM
2 Oliver Street
Boston, Massachusetts 02109
Telephone: (617) 482-4420



The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

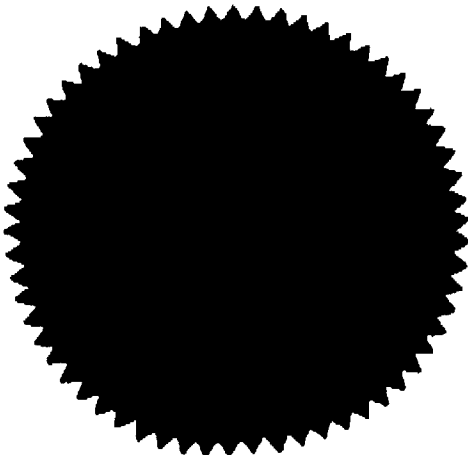
William Francis Galvin
Secretary of the
Commonwealth

October 7, 1997

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office Articles of Merger were filed here October 1, 1997, pursuant to Massachusetts General Laws, Chapter 156B, Section 78, whereby Additional Technical Support, Inc., CADSTAR International, Ltd., and System Pros, Inc., all are Massachusetts corporations merged into National Software Associates, 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 provides that certain consolidations and mergers may be filed with the Division within thirty days after the effective date of the merger or consolidation.