

01-06-1999

U.S. Department of Commerce  
Patent and Trademark Office

12/30/98



SHEET

100934017

1998 DEC 30 AM 9:19

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

1. Name of conveying party(ies):

MapInfo Corporation

Individual(s)  Association  
 General Partnership  Limited Partnership  
 Corporation-State New York  
 Other \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and Address of receiving party(ies)

Name: MapInfo Corporation  
Address: One Global View  
Troy, New York 12180

3. Nature of conveyance:

Assignment  Merger  
 Security Agreement  Change of Name  
 Other Change of Domicile corporation

Execution Date: November 6, 1997

Individual(s) citizenship \_\_\_\_\_  
Association \_\_\_\_\_  
General Partnership \_\_\_\_\_  
Limited Partnership \_\_\_\_\_  
Corporation-State Delaware  
Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

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

SEE ATTACHED SCHEDULE

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Cowan, Liebowitz & Latman, P.C.  
1133 Avenue of the Americas  
New York, NY 10036-6799  
Attn: David Goldberg, Esq.

6. Total number of applications and registrations involved: 17

7. Total fee (37 CFR 3.41)..... \$ 440.00

Enclosed  
 Any deficiency is authorized to be charged to  
Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

(Attach duplicate copy of this page if paying by deposit account)

01/05/1999 DMGUYEN 00000225 75272330  
01 FC:481 40.00 OP  
02 FC:482 400.00 OP

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.

David Goldberg, Esq.  
Name of Person Signing

*David Goldberg*  
Signature

December 28, 1998  
Date

Total number of pages including cover sheet, attachments, and document: \_\_\_\_\_

Mail to: Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

## REGISTRATIONS

<b>MARK</b>	<b>REG. NO.</b>	<b>REG. DATE</b>
MAPXPRESS	2,028,871	January 7, 1997
MAPXPRESS THE MAPPING SUPERSTORE	2,145,647	March 24, 1998
MAPWORLD	2,062,285	May 13, 1997
UNLEASHING THE POWER OF GEOGRAPHY	2,062,279	May 13, 1997
MAPPLETS	2,155,253	May 5, 1998
MAPINFO PROFESSIONAL	2,056,289	April 22, 1997
MAPMARKER	2,009,121	October 15, 1996
RAINBOW LOGO (COLOR)	1,928,033	October 17, 1995
RAINBOW LOGO	1,925,257	October 10, 1995
MAPWORLD	1,914,285	August 22, 1995
MAPBASIC (Stylized)	1,755,031	March 2, 1993
MAPINFO (Stylized)	1,610,407	August 21, 1990

**MAPINFO CORPORATION**

**SCHEDULE**

**APPLICATIONS**

<b>MARK</b>	<b>SERIAL NO.</b>	<b>FILING DATE</b>
MAPCAST	75/272,330	April 10, 1997
MAPINFO MAPX	75/153,077	August 20, 1996
MAPPARATUS	75/119,737	June 17, 1996
MAPOLAP	75/103,935	May 14, 1996
MAPINFO DESKTOP	75/019,259	November 15, 1995

State of New York }  
Department of State }<sup>ss:</sup>

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

NOV 10 1997



*Special Deputy Secretary of State*

DOS-1266 (5/96)

To: Secretary of State

Date: 9/16/97

Name of Corporation	
MAPINFO CORPORATION	ID# 06-1166630 AA8

Pursuant to provisions of section 907 of the Business Corporation Law, the Commissioner of Taxation and Finance hereby consents to the Merger of the above named corporation., into MAPINFO CORPORATION (DE) - If filed on or before 12/16/97.

Certificate and fee are attached.

Filed by: Miriam M. Netter  
Attorney at Law  
One Global View  
Troy NY 12180

White-Department of State

Director, Processing Division

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By *Kir N...*

Yellow-Department of State

Pink-Taxpayer

## Certificate of Merger

of  
MapInfo Corporation  
(a New York State corporation)  
and  
MapInfo Corporation  
(a Delaware corporation)  
Into  
MapInfo Corporation  
(a Delaware corporation)

Under Section 907 of the Business Corporation Law

We, the undersigned, Chairman of the Board and Secretary of MapInfo Corporation, a domestic corporation and the Chairman of the Board and Secretary of MapInfo Corporation, a corporation incorporated under the laws of the State of Delaware, certify:

1. The name of the surviving corporation is MapInfo Corporation (the Delaware corporation) and the name of the constituent corporation to be merged is MapInfo Corporation (a New York State corporation).

2. The designation and number of outstanding shares of each class of MapInfo Corporation, the surviving corporation, are as follows: 1,000 common shares, all of which are entitled to vote. The designation and number of outstanding shares of each class of MapInfo Corporation, the corporation to be merged, are as follows: 5,879,621 common shares, all of which are entitled to vote.

3. The effective date of the merger is November 6, 1997.

4. The merger was authorized in accordance with New York Business Corporation Law Section 903, and by affirmative vote of the holders of two-thirds of all outstanding shares of MapInfo Corporation (the New York company) entitled to vote at a meeting of shareholders, and by the shareholders of MapInfo Corporation (the Delaware company) in compliance with the applicable provisions of the laws of the State of Delaware. The laws of Delaware permit the merger effected herein.

5. MapInfo Corporation (Delaware), the surviving corporation, was incorporated under the laws of the State of Delaware on July 1, 1997. An application has not been filed by the department of state for authority for the surviving corporation to do business in New York State, and it will not do business in this state until an application for such authority shall have been filed by the said department.

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6. The Certificate of Incorporation of MapInfo Corporation, a domestic corporation, was filed by the NYS department of state on March 21, 1986, under the name Navigational Technologies Incorporation (thereafter duly amended).

7. MapInfo Corporation, the surviving corporation, agrees that it may be served with process in this state in any action or special proceeding for the enforcement of any liability or obligation of any domestic corporation or of any foreign corporation, previously amenable to suit in this state, which is a constituent corporation in such merger, and for the enforcement as provided in Article 9 of the New York State Business Corporation Law, of the right of shareholders of any constituent domestic corporation to receive payment for their shares against the surviving corporation.


8. MapInfo Corporation agrees that, subject to provisions of Business Corporation Law § 623, it will promptly pay to the shareholders of each constituent corporation the amount, if any, to which they shall be entitled under the provisions of the said Article 9 of the Business Corporation Law, relating to the right of the shareholders to receive payment for their shares.

9. The Secretary of State is designated by the surviving corporation as its agent upon whom process against it may be served in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of such process is MapInfo Corporation, Attn: Executive Vice President, One Global View, Troy, New York 12180.

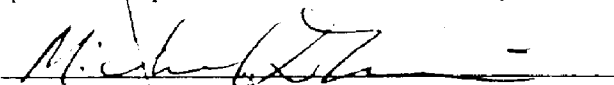
Dated: Troy, New York  
October 31, 1997


MapInfo Corporation (a New York State corporation)

by   
Michael D. Marvin, Chairman of the Board

by   
John F. Haller, Secretary

MapInfo Corporation (a Delaware corporation)

by   
Michael D. Marvin, Chairman of the Board

by   
John F. Haller, Secretary

STATE OF NEW YORK )  
COUNTY OF RENSSELAER

John F. Haller, being duly sworn, deposes and says that he is the Secretary of MapInfo Corporation (a New York State corporation) and one of the persons who signed the foregoing Certificate of Merger, that he has read the Certificate of Merger and knows the contents thereof and that the same is true to his own knowledge.

*John F. Haller*

Sworn to before me this 31st  
day of October, 1997

*Michele C. Padula*

MICHELE C. PADULA  
Notary Public, State of New York  
No. 02PA5042328  
Qualified in Albany County  
Commission Expires 4/17/99

STATE OF NEW YORK )  
COUNTY OF RENSSELAER

John F. Haller, being duly sworn, deposes and says that he is the Secretary of MapInfo Corporation (a Delaware corporation) and one of the persons who signed the foregoing Certificate of Merger, that he has read the Certificate of Merger and knows the contents thereof and that the same is true to his own knowledge.

*John F. Haller*

Sworn to before me this 31st  
day of October, 1997

*Michele C. Padula*

MICHELE C. PADULA  
Notary Public, State of New York  
No. 02PA5042328  
Qualified in Albany County  
Commission Expires 4/17/99

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**CERTIFICATE OF MERGER  
OF  
MAPINFO CORPORATION  
(a New York State corporation)  
AND  
MAPINFO CORPORATION  
(a Delaware corporation)  
INTO  
MAPINFO CORPORATION  
(a Delaware corporation)**

NOV 6 11 35 AM '97  
FILED

JWJ

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STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED NOV 06 1997

TAX \$ 0  
BY: JWJ 2

MIRIAM M. NETTER  
ATTORNEY AT LAW  
One Global View  
Troy, New York 12180-8399  
(518) 285-7120

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