

10-22-1999



101150777

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

66-28-99

1. Name of conveying party(ies):
Cayenne Software, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation - Massachusetts
 Other _____

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

2. Name and address of receiving party(ies):
Name: Sterling Software (Southern), Inc.
Internal Address: Suite 1200
Street Address: 300 Crescent Court
City: Dallas State: TX ZIP: 75201
 Individual(s) citizenship _____
 Association _____
 Limited Partnership _____
 Corporation - State Georgia
 Other _____

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

Execution Date: October 26, 1998

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):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
1,381,147 2,098,071

Additional numbers attached? Yes No

6. Total number of applications and registrations involved: 2

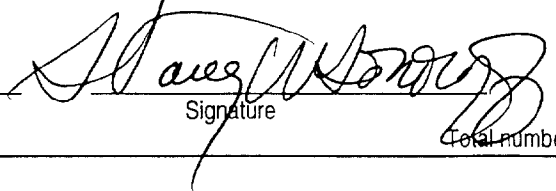
5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Stanley W. Sokoloff
Internal Address: BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
Street Address: 12400 Wilshire Boulevard
Seventh Floor
City: Los Angeles State: CA ZIP: 90025

7. Total fee (37 CFR 3.41).....\$ 65.00
 Enclosed
 Deficiency of fees authorized to be charged to deposit account

8. Deposit account number:
02-2666
(Attach duplicate copy of this page if paying by deposit account)

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.

Stanley W. Sokoloff  6/22/99
Name of Person Signing Signature Date

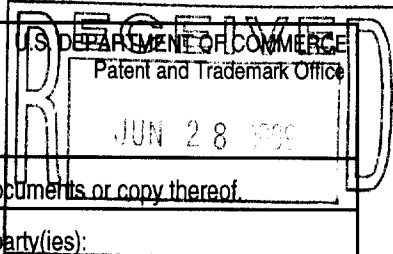
Total number of pages comprising cover sheet: 1

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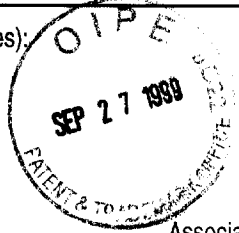
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06/29/1999 NTHA11 00000042 1381147

01 AC:481 Stanley W. Sokoloff 40.00 00
 02 FC:482 Name of Person Signing 25.00 00

Signature

Date

6/22/99

Total number of pages comprising cover sheet: 1



FEDERAL IDENTIFICATION NO. 042784044

FEDERAL IDENTIFICATION NO. 3822281745

Examiner

The Commonwealth of Massachusetts

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

ARTICLES OF ~~CONSOLIDATION~~ / *MERGER (General Laws, Chapter 156B, Section 79)

~~XXXXXX~~ / *merger of

Cayenne Software, Inc. (a M NS
Massachusetts corporation) and
Sterling Software (Southern), Inc. S
(a Georgia corporation)

the constituent corporations, into
Sterling Software (Southern), Inc. S

~~XXXXXX~~ / *one of the constituent corporations organized under the laws of: Georgia

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 79, and will be kept as provided by Subsection (c) thereof. The ~~surviving~~ / *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:
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:

~~(For consolidation)~~
~~XX The purpose of the resulting corporation is engaged in the following business or businesses:~~

C
P
M
R.A.

*Delete the inapplicable words.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 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 as long as each article requiring each addition is clearly indicated.

M Blakely NLC (S) 9/28/99 WFC

TRADEMARK REEL 001949 FRAME 0260

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JUL 1 1999
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
LOS ANGELES

(For a consolidation)

(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

Item 4 below may be deleted if the resulting /surviving corporation is organized under the laws of a state other than Massachusetts.

~~Item 4 is not a permanent part of the Articles of Organization of the resulting / surviving corporation.~~

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

N/A

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

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

NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:		
Treasurer:	N/A	
Clerk:		
Directors:		

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

N/A

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

N/A

Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts.

5. The ~~*resulting~~ / *surviving corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent Massachusetts corporation, any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the ~~*resulting~~ / *surviving corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

FOR MASSACHUSETTS CORPORATIONS

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

John J. Alexander John J. Alexander, *President / ~~Vice President~~

Reuven Z. Cohn Reuven Z. Cohn, *Clerk / ~~Assistant Clerk~~

FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † Don J. McDermott, Jr. and †† Mark H. Kleinman, of Sterling Software (Southern), Inc., a corporation organized under the laws of

Georgia, further state under the penalties of perjury that the agreement of ~~consolidation~~ / *merger has been duly adopted by such corporation in the manner required by the laws of Georgia.

*Delete the inapplicable words.
†Specify the officer having powers and duties corresponding to those of the president or vice president of a Massachusetts corporation organized under General Laws, Chapter 156B.
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation.

† Don J. McDermott, Jr.
Vice President
†† Mark H. Kleinman
Assistant Secretary

THE COMMONWEALTH OF MASSACHUSETTS

624125

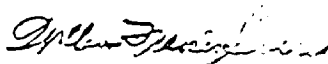
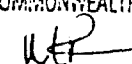
ARTICLES OF ~~CONSOLIDATION~~ / *MERGER
(General Laws, Chapter 156B, Section 79)

I hereby approve the within Articles of ~~Consolidation~~ *Merger and,
the filing fee in the amount of \$ 200, having been paid,
said articles are deemed to have been filed with me this 26th
day of October, 19 98.

Effective date _____



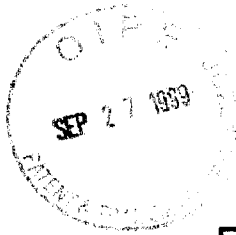
WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

A TRUE COPY / ATTEST

WILLIAM FRANCIS GALVIN
SECRETARY OF THE COMMONWEALTH
DATE 11/13/98 

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

Christopher J. Austin, Esquire
Ropes & Gray
One International Place
Boston, MA 02110

Telephone: (617) 951-7000



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
 ASSISTANT SECRETARY AND COMMISSIONER
 OF PATENTS AND TRADEMARKS
 Washington, D.C. 20231

SWS
0318 TOSI

AUGUST 30, 1999

BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
 STANLEY W. SOKOLOFF, SEVENTH
 12400 WILSHIRE BOULEVARD
 LOS ANGELES, CA 90025



101082387A

STERLING SOFTWARE

BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
LOS ANGELES

#6²
(ADD-TI)

UNITED STATES PATENT AND TRADEMARK OFFICE
 NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 101082387

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231. IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE, YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723.

1. THE COVER SHEET SUBMITTED FOR RECORDING IS NOT ACCEPTABLE. THE NAME AND ADDRESS OF THE RECEIVING PARTY(S) MUST BE INDICATED ON THE COVER SHEET.

MAURICE CARTER, EXAMINER
 ASSIGNMENT DIVISION
 OFFICE OF PUBLIC RECORDS