

03-07-2000



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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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

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/AKATA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other

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.)

Citizenship/State of Incorporation/Organization

03/07/2000 DCDATES 00000025 75385515

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 100.00 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: 002030 FRAME: 0748

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" value="75385515"/>	<input type="text" value="75671103"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75385152"/>	<input type="text" value="75671101"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75444024"/>	<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.

Annabelle Robertson

01/26/00

Name of Person Signing

Signature

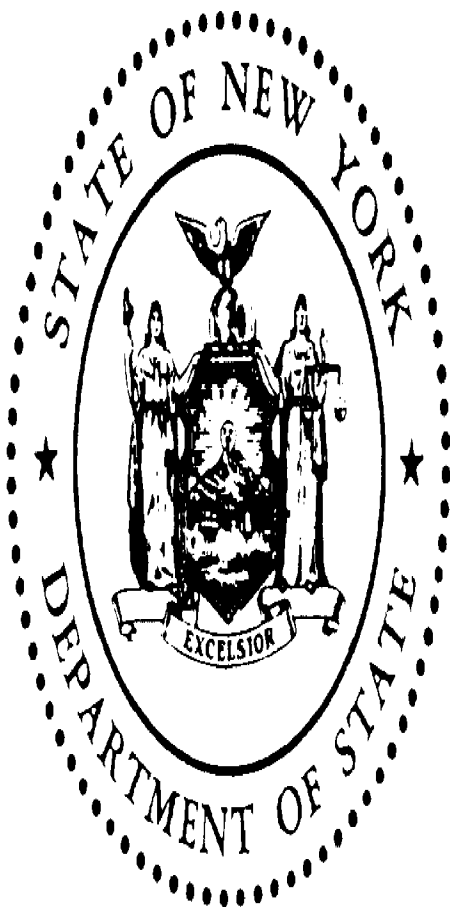
Date Signed

State of New York }
Department of State } SS:

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 23 1999



Special Deputy Secretary of State

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CT-07

CERTIFICATE OF MERGER OF
BLUE LOBSTER SOFTWARE, INC.
INTO
SAGA SOFTWARE, INC.
UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

I, the undersigned, Katherine E. Butler, being the Secretary of Blue Lobster Software, Inc. ("BLS") and of SAGA SOFTWARE, Inc. ("SAGA"), hereby certify:

- 1. (a) The name of each constituent corporation is as follows:
Blue Lobster Software, Inc., formed under the name "Blue Lobster, Inc."
SAGA SOFTWARE, Inc., formed under the name "Software AG of North America, Inc."
- (b) The name of the surviving corporation is SAGA SOFTWARE, Inc.

2. As to each constituent corporation, the designation and number of outstanding shares of each class and series are as follows:

<u>Name of Corporation</u>	<u>Designation and number of shares in each class and series outstanding</u>
Blue Lobster Software, Inc.	100 shares of common stock
SAGA SOFTWARE, Inc.	0 shares of class A common stock 100 shares of class B common stock

SAGA owns all of the issued and outstanding shares of BLS.

3. Upon the effectiveness of this Certificate of Merger, by virtue of the merger of BLS with and into SAGA (the "Merger") and without any action on the part of SAGA, each share of capital stock of BLS that is issued and outstanding immediately prior to the effectiveness of the Merger shall be canceled, and no cash, securities or other consideration of any kind shall be issued or paid for such shares of capital stock of BLS pursuant to the Merger.

4. The Merger is permitted by the laws of the Commonwealth of Virginia and is in compliance therewith.

5. SAGA was incorporated in the Commonwealth of Virginia on May 29, 1973 and was authorized to do business in the State of New York on January 7, 1994.

6. BLS filed its Certificate of Incorporation on August 14, 1996 with the State of New York.

7. SAGA may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of BLS and for the enforcement, as provided in Chapter 4 of the New York Business Corporation Law, of the right of shareholders of BLS to receive payment for their shares against SAGA.

8. Subject to the provision of section 623 of the New York Business Corporation Law, SAGA will promptly pay to the shareholders of BLS the amount, if any, to which they shall be entitled under the provision of Chapter 4 relating to the right of shareholders to receive payment for their shares.

9. SAGA designates the Secretary of State of the State of New York as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the New York Business Corporation Law, in any action or special proceeding. The Secretary of State of the State of New York shall mail a copy of any process against SAGA served upon it to SAGA SOFTWARE, Inc., 11190 Sunrise Valley Drive, Reston, Virginia 20191-5424, Attention: General Counsel.

10. (i) All fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are then due and payable by BLS have been paid and a cessation franchise tax report (estimated or final) through the anticipated date of the Merger (which return, if estimated, shall be subject to amendment) has been filed by BLS and (ii) SAGA will within thirty days after the filing of this Certificate of Merger file the final cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance of the State of New York by BLS.

11. The Merger shall be effective on the date this Certificate of Merger is filed with the Secretary of State of the State of New York.

IN WITNESS WHEREOF, we have signed this certificate on the 11th day of June, 1999 and we affirm the statements contained therein as true under penalties of perjury.

BLUE LOBSTER SOFTWARE, INC.

By: Katherine E. Butler
Name: Katherine E. Butler
Title: Secretary

SAGA SOFTWARE, INC.

By: Katherine E. Butler
Name: Katherine E. Butler
Title: Secretary

CT-07

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CERTIFICATE OF MERGER

OF

BLUE LOBSTER SOFTWARE, INC.

INTO

SAGA SOFTWARE, INC.

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

1-CC
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED NOV 19 1999

TAX \$ 0

BY: JW

MONROE

JW

King & Spalding
191 Peachtree Street
Suite 4900
Atlanta, GA 30303-1763

Nov 19 11 59 AM '99

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TRADEMARK

REEL: 002030 FRAME: 0754

RECORDED: 02/01/2000