

FORM PT 01619A
Expires 06/30/99
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OPR/FINANCE

02-01-2000



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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 30 99
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Knowledge Pointe LLC

Execution Date
Month Day Year
7 30 99

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other limited liability company
- Citizenship/State of Incorporation/Organization Georgia

Receiving Party

Mark if additional names of receiving parties attached

Name BISYS Education Services, Inc.

DBA/AKA/TA formerly known as, EXAMCO, Inc.

Composed of _____

Address (line 1) 5728 Jefferson Highway

Address (line 2) _____

Address (line 3) New Orleans
City

Louisiana
State/Country

70123
Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Louisiana

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.)

01/31/2000 BCDATES 00000175 75576155

FOR OFFICE USE ONLY

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40.00 DP

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 (0651-0627), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0627, Patent and Trademark Assignment Practices. 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

Name of Person Signing

Signature

Jan. 6, 2000

Date Signed

TRADEMARK
REEL: 002031 FRAME: 0084

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)

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

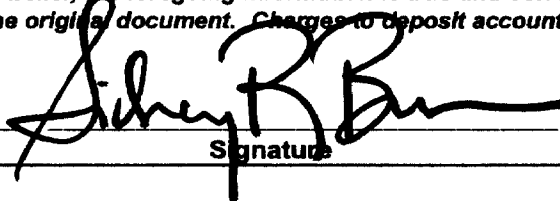
No

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.

Sidney R. Brown

Name of Person Signing



Signature

Jan. 6, 2000

Date Signed

UNITED STATES OF AMERICA

State of



Louisiana

Box McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

the annexed and following is a True and Correct copy of an Amendment as shown by comparison with document filed and recorded in this Office on July 30, 1999.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

December 15, 1999

Box McKeithen

CLO
Secretary of State



CERTIFICATE OF MERGER

OF

INVESTMENT TRAINING INSTITUTE, LLC,
a Georgia limited liability company

AND

KNOWLEDGE POINTE LLC,
a Georgia limited liability company

INTO

EXAMCO, INC.,
a Louisiana corporation,
changing its name to "BISYS Education Services, Inc."

Pursuant to the provisions of R.S. 12:117 of the Louisiana Business Corporation Law, the undersigned hereby execute the following certificate of merger and set forth the following:

1. The name and jurisdiction of formation of each of the merging companies is:

<u>NAME</u>	<u>STATE OF FORMATION</u>
Investment Training Institute, LLC ("ITI")	Georgia
Knowledge Pointe LLC ("Knowledge Point")	Georgia

2. The name and jurisdiction of incorporation of the survivor into which ITI and Knowledge Pointe are merging is EXAMCO, Inc., a Louisiana Corporation ("EXAMCO").

3. The effective date and time of the merger is as of the date of filing of this Certificate of Merger with the Secretary of State of the State of Louisiana.

4. An Agreement and Plan of Merger dated July 30, 1999 has been approved, adopted, certified, executed and acknowledged by the board of directors and sole shareholder of EXAMCO, the surviving corporation, in accordance with R.5.12:112 of the Louisiana Business Corporation Law and by the sole member of each of ITI and Knowledge Pointe, the merging companies, in accordance with Section 14-11-903 of the Georgia Limited Liability Company Act. Pursuant to the Agreement and Plan of Merger, ITT and Knowledge Pointe will be and are merged into EXAMCO.

5. Article I of the Articles of Incorporation of Examco is amended to read as follows: "The name of the Corporation is "BISYS Education Services, Inc."

6. The Articles of Incorporation and By-laws of EXAMCO, the surviving corporation are not altered or otherwise affected by virtue of the merger. Until altered or amended, the said Articles of Incorporation and By-laws of EXAMCO, the Surviving Corporation as in effect on the Effective Time of the merger, shall be the Articles of Incorporation and By-laws of EXAMCO.

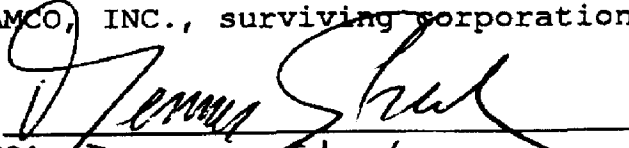
7. The executed Agreement and Plan of Merger is on file at the principal place of business of EXAMCO, the surviving corporation which is located at 5728 Jefferson Highway, New Orleans, Louisiana 70123.

8. A copy of the Agreement and Plan of Merger will be furnished by EXAMCO, on request and without cost, to any shareholder of EXAMCO or any member of ITI and Knowledge Pointe.

IN WITNESS WHEREOF, this Certificate of Merger has been executed on this 26th day of July, 1999, by EXAMCO, the surviving corporation, acting through its Executive Vice President.

Dated: July 26, 1999

EXAMCO, INC., surviving corporation

By: 
Name: Dennis Sheehan
Title: Executive Vice President

ACKNOWLEDGMENT

STATE OF NEW JERSEY

COUNTY OF PASSAIC

BE IT KNOWN that on this 26th day of July, 1999, before me, the undersigned Notary, duly commissioned, qualified and sworn within and for the State and County aforesaid, personally came and appeared Dennis R. Sheehan appearing herein in his capacity as the Executive Vice President of EXAMCO, Inc., the Surviving Corporation, to me personally known to be the identical person whose name is subscribed to the foregoing Certificate of Merger as the said officer of the said Corporation, and declared and acknowledged to me, Notary, in the presence of the undersigned competent witnesses, that he executed same on behalf of the said Corporation with full authority of its Board of Directors, and that the said instrument is the free act and deed of said Corporation and was executed for the uses, purposes and benefits therein expressed.

WITNESSES:

[Handwritten Signature]
[Handwritten Signature]

[Handwritten Signature]
DENNIS R. SHEEHAN, Executive Vice President
[Handwritten Signature]
NOTARY PUBLIC

MARY F. O'DONNELL
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES MAY 21, 2003

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : K93420213
CONTROL NUMBER : K511377
DATE INC/AUTH/FILED: 04/12/1995
JURISDICTION : GEORGIA
PRINT DATE : 12/08/1999
FORM NUMBER : 215

JONES, DAY, REAVIS & POGUE
KRISTEN PEREZ
303 PEACHTREE ST STE 3500
ATLANTA, GA 303083242

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

**KNOWLEDGE POINTE LLC
A GEORGIA LIMITED LIABILITY COMPANY**

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



A handwritten signature in black ink, appearing to read 'Cathy Cox', is written over a horizontal line.

Cathy Cox
Secretary of State

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REEL: 002031 FRAME: 0090

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

DOCKET NUMBER : K92110553
CONTROL NUMBER: K813491
EFFECTIVE DATE: 07/30/1999
REFERENCE : 0045
PRINT DATE : 07/30/1999
FORM NUMBER : 411

DAVID HOLCOMB
CSC NETWORKS, INC.
70 MANSELL CT., STE. 100
ROSWELL, GA 30076

CERTIFICATE OF MERGER

I, Cathy Cox, 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:

EXAMCO, INC.

a Louisiana corporation

Nonsurviving Entity/Entities:

INVESTMENT TRAINING INSTITUTE, LLC

a Georgia limited liability company

KNOWLEDGE POINTE LLC

a Georgia limited liability company



Cathy Cox
Secretary of State

TRADEMARK
REEL: 002031 FRAME: 0091

K9 2110553

CERTIFICATE OF MERGER

OF

INVESTMENT TRAINING INSTITUTE, LLC,
a Georgia limited liability company

K 813491

AND

KNOWLEDGE POINTE LLC,
a Georgia limited liability company

K 511377

INTO

EXAMCO, INC.,
a Louisiana corporation,
changing its name to "BISYS Education Services, Inc."

Pursuant to the provisions of Section 14-11-901 through 14-11-904 of the Georgia Limited Liability Company Act, the undersigned hereby execute the following certificate of merger and set forth the following:

1. The name and jurisdiction of formation of each of the merging companies is:

<u>NAME</u>	<u>STATE OF FORMATION</u>
Investment Training Institute, LLC ("ITI")	Georgia
Knowledge Pointe LLC ("Knowledge Point")	Georgia

2. The name and jurisdiction of incorporation of the survivor into which ITI and Knowledge Pointe are merging is EXAMCO, Inc., a Louisiana Corporation ("EXAMCO").

3. The effective date and time of the merger is as of the date of filing of this certificate of merger with the Secretary of State of the State of Georgia.

4. The executed Agreement and Plan of Merger is on file at the principal place of business of EXAMCO, which is located at 5728 Jefferson Highway, New Orleans, Louisiana 70123.

5. A copy of the Agreement and Plan of Merger will be furnished by EXAMCO, on request and without cost, to any shareholder of EXAMCO or any member of ITI or Knowledge Pointe.

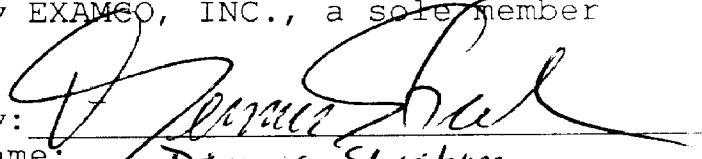
6. Article 1 of the Articles of Incorporation of EXAMCO, the surviving corporation are amended to read as follows: "The name of the Corporation is BISYS Education Services, Inc."

7. The Agreement and Plan of Merger has been duly authorized and approved by the sole member of each of ITI and Knowledge Pointe in accordance with Section 14-11-903 of the Georgia Limited Liability Company Act and by the board of directors and sole shareholder of EXAMCO in accordance with R.S. 12:112 of the Louisiana Business Corporation Law.

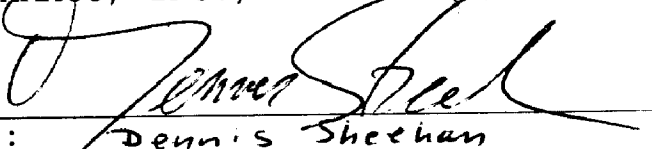
8. The Secretary of State of the State of Georgia is appointed as agent of EXAMCO, the surviving corporation, on whom process in the State of Georgia in any action, suit, or proceeding for the enforcement of an obligation of each of ITI and Knowledge Pointe, the merging entities, may be served. The address to which a copy of the process is to be mailed is 3569 Habersham at Northlake, Tucker, Georgia 30084.

Dated: July 26, 1999

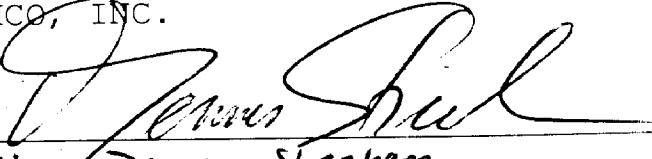
INVESTMENT TRAINING INSTITUTE, LLC
By EXAMCO, INC., a sole member

By: 
Name: Dennis Sheehan
Title: Executive Vice President

KNOWLEDGE POINTE LLC
By EXAMCO, INC., sole member

By: 
Name: Dennis Sheehan
Title: Executive Vice President

EXAMCO, INC.

By: 
Name: Dennis Sheehan
Title: Executive Vice President

NOTICE OF MERGER

NOTICE IS GIVEN THAT ARTICLES OR A CERTIFICATE OF MERGER WHICH WILL EFFECT A
 MERGER BY AND BETWEEN *Knowledge Po. Inc* A *Georgia* CORPORATION AND
Invested Technology Georgia CORPORATION HAS BEEN DELIVERED TO
 THE SECRETARY OF STATE FOR FILING IN ACCORDANCE WITH THE GEORGIA BUSINESS CODE.
 THE NAME OF THE SURVIVING CORPORATION IS *Exaco, Inc* A CORPORATION
 REGISTERED IN THE STATE OF *Louisiana*. THE REGISTERED OFFICE
 OF SUCH CORPORATION *5728 Jefferson Highway New Orleans La 70123*

THIS HAS BEEN DELIVERED BY US MAIL TO THE

FOR PUBLISHING.

SIGNED



DAVID HOLCOMB