

05-09-2000



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4-20-00

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 Change of Name
- Other

Effective Date
Month Day Year
01/09/98

Conveying Party

Mark if additional names of conveying parties attached
Execution Date
Month Day Year
12/23/97

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/AK/A/T/A

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual General Partnership Limited Partnership Association

- 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.)

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FOR OFFICE USE ONLY

01 FC:481 40.00 DP
02 FC:482 200.00 DP

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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: 002068 FRAME: 0544

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="1426427"/>	<input type="text" value="1468158"/>	<input type="text" value="1673328"/>
<input type="text" value="1457234"/>	<input type="text" value="1592828"/>	<input type="text" value="1932208"/>
<input type="text" value="1981441"/>	<input type="text" value="1994683"/>	<input type="text" value="1906191"/>

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.

Matthew W. Walch

Matthew W. Walch

7/24/00

Name of Person Signing

Signature

Date Signed

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ANSWER SYSTEMS, INC.", A CALIFORNIA CORPORATION,
 "PLATINUM APPLICATIONS SOLUTIONS, INC.", A MASSACHUSETTS CORPORATION,
 "PROTELLICISS SOFTWARE, INC.", A CALIFORNIA CORPORATION,
 "RELTECH GROUP, INC.", A DELAWARE CORPORATION,
 "SOFTOOL CORPORATION", A CALIFORNIA CORPORATION,
 "TRINZIG CORPORATION", A DELAWARE CORPORATION,
 WITH AND INTO "PLATINUM TECHNOLOGY, INC." UNDER THE NAME OF "PLATINUM TECHNOLOGY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 1997, AT 9:01 O'CLOCK A.M.

**ENDORSED
FILED**
 In the office of the Secretary of State
 of the State of California

JAN 09 1998

Bill Jones
 WILL JONES, Secretary of State

Edward J. Freel

Edward J. Freel, Secretary of State



AUTHENTICATION: 8652876

DATE: 01-07-98

CERTIFICATE OF OWNERSHIP AND MERGER

OF

RELTECH GROUP, INC.,
a Delaware corporation,

ANSWER SYSTEMS, INC.,
a California corporation,

TRINZIC CORPORATION,
a Delaware corporation,

SOFTOOL CORPORATION,
a California corporation,

PROTELLICESS SOFTWARE, INC.,
a California corporation,

AND

PLATINUM APPLICATIONS SOLUTIONS, INC.,
a Massachusetts corporation,

INTO

PLATINUM TECHNOLOGY, INC.
a Delaware corporation

It is hereby certified that:

1. **PLATINUM TECHNOLOGY, INC.** (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of **RELTECH GROUP, INC.**, which is a business corporation of the State of Delaware.
3. The Corporation is the owner of all of the outstanding shares of the stock of **ANSWER SYSTEMS, INC.**, which is a business corporation of the State of California.
4. The Corporation is the owner of all of the outstanding shares of the stock of **TRINZIC CORPORATION**, which is a business corporation of the State of Delaware.

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5. The Corporation is the owner of all of the outstanding shares of the stock of SOFTOOL CORPORATION, which is a business corporation of the State of California.

6. The Corporation is the owner of all of the outstanding shares of the stock of PROTELLICNESS SOFTWARE, INC., which is a business corporation of the State of California.

7. The Corporation is the owner of all of the outstanding shares of the stock of PLATINUM APPLICATIONS SOLUTIONS, INC., which is a business corporation of the State of Massachusetts.

8. RELTBCB GROUP, INC., a Delaware corporation, ANSWER SYSTEMS, INC., a California corporation, TRINZIC CORPORATION, a Delaware corporation, SOFTOOL CORPORATION, a California corporation, PROTELLICNESS SOFTWARE, INC., a California corporation, and PLATINUM APPLICATIONS SOLUTIONS, INC., a Massachusetts corporation, are hereafter sometimes referred to as the "Subsidiary Corporations".

9. On December 23, 1997, the Board of Directors of the Corporation adopted the following resolutions to merge the subsidiary corporations into the Corporation:

RESOLVED, that the Subsidiary Corporations be merged into this Corporation, and that all of the estate, property, rights, privileges, powers, and franchises of each and all of the Subsidiary Corporations be vested in and held and enjoyed respectively by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by each and all of the Subsidiary Corporations in their respective names.

FURTHER RESOLVED, that this Corporation assume all of the obligations of each and all of the Subsidiary Corporations.

FURTHER RESOLVED, that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the States of Delaware, California and Massachusetts, and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

Executed on December 23, 1997.

PLATINUM TECHNOLOGY, INC., a
Delaware corporation

By: _____


Andrew J. Filibowski, President

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