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09-11-2000



Docket No.:

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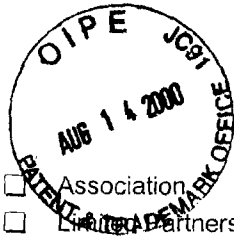
To the Honorable Commissioner of Patents and Trademarks and original documents or copy thereof.

1. Name of conveying party(ies):

Symix distribution.com, Inc.

- Individual(s)
- General Partnership
- Corporation-State Ohio
- Other

Additional names(s) of conveying party(ies) Yes No



2. Name and address of receiving party(ies):

Name: Symix Computer Systems Delaware, Inc.

Internal Address:

Street Address: 905 East Westchester Avenue

City: Tempe State: AZ ZIP: 85283

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

If assignee is not domiciled in the United States, a domestic designation is Yes No

(Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: Effective June 30, 2000

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

A. Trademark Application No.(s)

See Attached Schedule A

B. Trademark Registration No.(s)

See Attached Schedule A

Additional numbers Yes No

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

Name: Cory M. Amron, Esquire

Internal Address: Vorys Sater Seymour and Pease LLP

Street Address: 1828 L Street, N.W.

11th Floor

City: Washington State: DC ZIP: 20036

6. Total number of applications and registrations involved:.....

15

7. Total fee (37 CFR 3.41):.....\$ \$390.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

22-0585

DO NOT USE THIS SPACE

09/08/2000 NTHM11 00000298 75696837

11 FC:481 40.00 DP
22 FC:482 350.00 DP

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.

Cory M. Amron

Name of Person Signing

Cory Amron

Signature

August 11, 2000

Date

Total number of pages including cover sheet, attachments, and

5

SYMIX DISTRIBUTION.COM, INC.

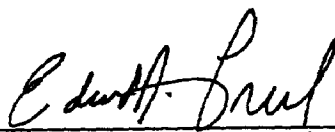
Status	Trademark	Application Number	Filing Date	Registration Number	Registration Date
Pending	WE ARE THE DISTRIBUTION IN.COM	75/696,837	03-May-99		
Registered	AGEMA	73/740,867	19-Jul-88	1,536,215	25-Apr-1989
Registered	DA & DESIGN	75/444,256	04-Mar-98	2,235,877	30-Mar-1999
Registered	DA & DESIGN	73/791,780	07-Apr-1989	1,566,957	21-Nov-1989
Registered	DA (STYLIZED)	74/695,140	29-Jun-95	1,984,034	02-Jul-1996
Registered	DISTRIBUTION ARCHITECTS	73/741,506	22-Jul-88	1,536,216	25-Apr-1989
Registered	SOLUTION SERVER	74/630,926	07-Feb-95	2,007,093	08-Oct-1996
Registered	THE PERMANENT SOLUTION	74/664,386	21-Apr-95	2,005,297	01-Oct-1996
Registered	VISIBLE CONCEPTS	74/664,383	21-Apr-95	2,005,296	01-Oct-1996
Registered	VISIBLE RESULTS	74/620,450	12-Jan-95	1,989,318	23-Jul-1996
Registered	VISIBLE RESULTS	75/297,022	23-May-97	2,185,661	01-Sep-1998
Registered	VR-BIS	75/297,020	23-May-97	2,174,799	21-Jul-1998
Registered	VR-BIZ	75/444,623	04-Mar-98	2,235,878	30-Mar-99
Registered	VR-GATEWAY	75/309,176	16-Jun-97	2,241,490	27-Apr-1999
Registered	VR-MDS	75/297,019	23-May-97	2,171,234	07-Jul-1998

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:

"SYMIX DISTRIBUTION.COM, INC.", A DELAWARE CORPORATION, WITH AND INTO "SYMIX COMPUTER SYSTEMS DELAWARE, INC." UNDER THE NAME OF "SYMIX COMPUTER SYSTEMS DELAWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2000, AT 3:30 O'CLOCK P.M.





Edward J. Freel, Secretary of State

AUTHENTICATION:

0539716

DATE:

07-05-00

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REEL: 002131 FRAME: 0733

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:30 PM 06/28/2000
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CERTIFICATE OF OWNERSHIP AND MERGER
OF
SYMIX DISTRIBUTION.COM, INC.
INTO
SYMIX COMPUTER SYSTEMS DELAWARE, INC.

Symix Computer Systems Delaware, Inc. a corporation organized and existing under the laws of the state of Delaware (the "Corporation"), does hereby certify that:

1. 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 Symix distribution.com, Inc., (the "Subsidiary") which is also a business corporation of the State of Delaware.
3. On June 22, 2000, the Board of Directors of the Corporation adopted the following resolutions to merge Subsidiary into the Corporation:

RESOLVED, that the Corporation shall merge Subsidiary with and into the Corporation and the Corporation shall assume all of the liabilities and obligations of Subsidiary; and

FURTHER RESOLVED, that Bryan Anderson, Vice President and Secretary of the Corporation be, and he hereby is, authorized and directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge Subsidiary with and into the Corporation, whereupon the Corporation shall assume the liabilities and obligations of Subsidiary, and the date of adoption thereof, and to cause the same to be filed with the Secretary of State of the State of Delaware and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect the merger of Subsidiary with and into the Corporation; and

FURTHER RESOLVED, that Agreement of Merger is hereby approved and the merger between the Corporation and Subsidiary shall become effective June 30, 2000.

IN WITNESS WHEREOF, Symix Computer Systems Delaware, Inc. has caused this Certificate of Ownership and Merger to be signed by its Vice President and Secretary as of the 28 day of June, 2000

SYMIX COMPUTER SYSTEMS DELAWARE, INC.

By: *Bryan Anderson*
Bryan Anderson, Vice President and Secretary