

12-05-2000

Docket No.:

53311-010 (JZBB-011/TM)



101537247

Tab settings

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

1. Name of conveying party(ies): 11-14-00  
**Computer Management & Development Services, Inc.**

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

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

Internal Address:  
Street Address: 1450 Technology Drive  
City: Harrisonburg State: VA ZIP: 22802

- Association
- Limited Partnership
- 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  N  
(Designations must be a separate document from Additional name(s) & address(es)  Yes  N

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

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

Execution Date: 07/31/2000

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

A. Trademark Application No.(s)

75/779331      75/811517

B. Trademark Registration No.(s)

1428188      1492057      2111863  
1429947      1639589      2224492  
1492056      2109483

Additional numbers  Yes  No

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

Name: Elizabeth A. Levy, Esq.  
Internal Address: McDermott, Will & Emery

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$ 265.00

- Enclosed
- Authorized to be charged to deposit account

Street Address: 28 State Street

8. Deposit account number:

50-1133

City: Boston State: MA ZIP: 02109

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.

Elizabeth A. Levy, Esq.  
Name of Person Signing

Signature

November 10, 2000  
Date

Total number of pages including cover sheet, attachments, and

**CERTIFICATE OF MERGER  
OF  
COMPUTER MANAGEMENT & DEVELOPMENT SERVICES, INC.  
INTO  
CMDS, INC.**

(UNDER SECTION 252 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
CMDS, Inc.	Delaware
Computer Management & Development Services, Inc.	Virginia

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is:

CMDS, Inc.

FOURTH: The Certificate of Incorporation of CMDS, Inc. shall be the Certificate of Incorporation of the surviving corporation after the Effective Time.

FIFTH: The executed Agreement and Plan of Merger is on file at the following principal place of business of the surviving corporation:

1450 Technology Drive  
Harrisonburg, VA 22802

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by CMDS, Inc., on request and without cost, to any stockholder of Computer Management & Development Services, Inc. or CMDS, Inc.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 07/31/2000  
001387591 - 3247223

SEVENTH: The authorized capital stock of Computer Management & Development Services, Inc. is as follows: 20,000 shares of Class A voting Common Stock, \$.10 par value per share, and 30,000 shares of Class B non-voting Common Stock, \$.10 par value per share.

EIGHTH: Pursuant to Section 103 of the General Corporation Law of Delaware, the effective date and time of this Certificate of Merger shall be 11:59 p.m. (Boston, Eastern Standard Time) on July 31, 2000.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, said CMDS, Inc. has caused this certificate to be signed  
by Robert A. Maginn, Jr., its President, this 31st day of July, 2000.

CMDS, INC.

By: 

Name: Robert A. Maginn, Jr.

Title: President

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE CERTIFICATE OF MERGER, WHICH MERGES:

"COMPUTER MANAGEMENT & DEVELOPMENT SERVICES, INC.", A VIRGINIA CORPORATION,

WITH AND INTO "CMDS, INC." UNDER THE NAME OF "CMDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, WAS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION SHALL BE GOVERNED BY THE LAWS OF THE STATE OF DELAWARE.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF JULY, A.D. 2000, AT 11:59 O'CLOCK A.M.



Edward J. Freel, Secretary of State

AUTHENTICATION: 0774208

DATE: 11-03-00

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