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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
- Merger
Effective Date
Month Day Year

12 31 00
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Catapult, Incorporated

Execution Date
Month Day Year

12 31 00

Formerly

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

Receiving Party

Mark if additional names of receiving parties attached

Name International Business Machines Corporation

DBA/AKA/TA

Composed of

Address (line 1) New Orchard Road

Address (line 2)

Address (line 3) Armonk

New York

10504

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership Association
- Corporation
- Other
- Citizenship/State of Incorporation/Organization New York

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.)

FOR OFFICE USE ONLY

07/10/2001 DBYRNE 00000187 090474 1697098

01 FC:481 40.00 CH
02 FC:482 25.00 CH

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: 002326 FRAME: 0378

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="1,697,098"/>	<input type="text" value="2,392,717"/>	<input type="text"/>
<input type="text"/>	<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.

Grazia T. Micewicz

Grazia T. Micewicz

6-19-01

Name of Person Signing

Signature

Date Signed

F-
CATAPULT
(cust)

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

DEC 27 2000



Special Deputy Secretary of State

DOS-1266 (5/96)

ORIGINAL TO WESTFALL - 1/22/01

TRADEMARK
REEL: 002326 FRAME: 0380

F00122200045

**CERTIFICATE OF MERGER
OF
CATAPULT, INCORPORATED
INTO**

Handwritten initials

**INTERNATIONAL BUSINESS MACHINES CORPORATION
UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW**

DEC 22 11 26 AM '00

JW

**CARL HAHN
INTERNATIONAL BUSINESS MACHINES CORPORATION
NEW ORCHARD ROAD
ARMONK, NEW YORK 10504**

1-cc
**STATE OF NEW YORK
DEPARTMENT OF STATE
FILED DEC 22 2000
TAX \$
BY: JW
WESTCHESTER**

DEC 22 2 26 PM '00

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001222000433

**TRADEMARK
REEL: 002326 FRAME: 0381**

F 001222000415

CERTIFICATE

OF

MERGER

OF

Catapult, Inc.

INTO

International Business Machines Corporation

UNDER SECTION 905 OF THE BUSINESS CORPORATION LAW

International Business Machines Corporation, pursuant to the provisions of Section 905 of the Business Corporation Law of the State of New York, hereby certifies as follows:

1. International Business Machines Corporation (originally formed under the name Computing-Tabulating-Recording-Co.), a corporation of the State of New York owns all of the outstanding shares (of each class) of Catapult, Inc., a corporation of the State of Washington.

2. As to each subsidiary corporation, the designation and number of outstanding shares (of each class) and the number of such shares owned by the surviving corporation are as follows:

<u>Name of Subsidiary</u>	<u>Designation and Number of Outstanding Shares</u>	<u>Number of Shares Owned by Survivor</u>
<u>Catapult, Inc.</u>	<u>1000 shares Common No Par</u>	<u>1000</u>

3. (a) The certificate of incorporation of International Business Machines Corporation was filed in the Department of State on the 16th day of June, 1911.

(b) Catapult, Inc. was incorporated under the laws of the State of Washington on the 8th day of August, 1988, and its application for authority to do business in the State of New York was filed in the Department of State on the 27th day of July, 1993, under the fictitious name of Catapult Software Training.

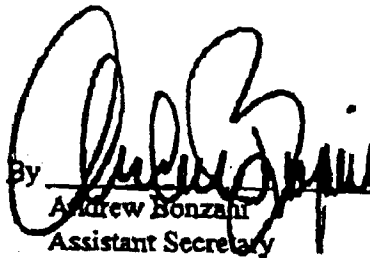
1

(c) The merger is permitted by the laws of the state of Washington and is in compliance therewith.

4. The surviving corporation owns all of the outstanding shares of the corporation to be merged.
5. The merger shall be effective on the 31st day of December, 2000.
6. The plan of merger was adopted by the Senior Vice President and Chief Financial Officer of International Business Machines Corporation pursuant to authority delegated by the Board of Directors of International Business Machines Corporation.

IN WITNESS WHEREOF, this certificate has been signed on the 4th day of December, 2000 and the statements contained therein are affirmed as true under penalties of perjury.

**INTERNATIONAL BUSINESS MACHINES
CORPORATION**

By 
Andrew Bonzani
Assistant Secretary

STATE of WASHINGTON



SECRETARY of STATE

I, **RALPH MUNRO**, *Secretary of State of the State of Washington and custodian of its seal,*

hereby certify by this certificate that the attached is a true and correct copy of

ARTICLES OF MERGER

of

CATAPULT, INCORPORATED

Merged into **INTERNATIONAL BUSINESS MACHINES CORPORATION**
(A NY corp qualified in WA)

as filed in this office on December 21, 2000.



Date: December 28, 2000

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital


sm
Ralph Munro, Secretary of State

200-001

ARTICLES OF MERGER

**FILED
STATE OF WASHINGTON**

DEC 21 2000

**Catapult, Incorporated,
a Washington State Corporation**

**RALPH MUNRO
SECRETARY OF STATE**

into

**International Business Machines Corporation,
a New York State Corporation**

Pursuant to the provisions of the Washington Business Corporation Act, the undersigned corporations adopt the following articles of merger:

1. The plan of merger is as follows:

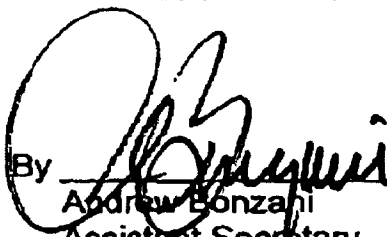
See Attachment A.

2. If shareholder approval was not required, make a statement to that effect.

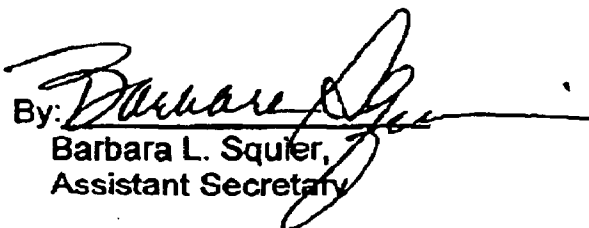
Shareholder approval is not required.

3. Any other provision permitted or required by law are: N/A

INTERNATIONAL BUSINESS MACHINES CORPORATION

By:  _____
Andrew Bonzani
Assistant Secretary

CATAPULT, INCORPORATED

By:  _____
Barbara L. Squier,
Assistant Secretary

**PLAN OF MERGER OF
CATAPULT, INCORPORATED
INTO
INTERNATIONAL BUSINESS MACHINES CORPORATION**

**ARTICLE I
NAMES OF CORPORATIONS**

The name of the subsidiary corporation to be merged is Catapult, Incorporated. The name of the parent and surviving corporation is International Business Machines Corporation which owns 100% of the outstanding shares of such subsidiary corporation. International Business Machines Corporation was originally formed under the name of Computing-Tabulating-Recording Co.

**ARTICLE II
OUTSTANDING SHARES OF CORPORATION TO BE MERGED**

The designation and number of outstanding shares of each class of Catapult, Incorporated are: common stock, no par - one thousand (1000) shares, all of which are owned by International Business Machines Corporation.

**ARTICLE III
TERMS AND CONDITIONS OF MERGER**

The merger shall be effective on December 31, 2000. At that time, all shares of Catapult, Incorporated shall be canceled and retired and shall cease to exist and no consideration shall be delivered in exchange therefor.

**ARTICLE IV
ADOPTION OF PLAN OF MERGER BY BOARD OF PARENT CORPORATION**

This plan of merger was duly adopted by the Senior Vice President and Chief Financial Officer of International Business Machines Corporation pursuant to authority delegated by the Board of Directors of International Business Machines Corporation.

IN WITNESS WHEREOF, the undersigned has signed this plan of merger this 14th day of December, 2000.

INTERNATIONAL BUSINESS
MACHINES CORPORATION

By: 

Name: Lee A. Dayton

Title: Vice President,

Corporate Development and
Real Estate