

09-19-2001



101848320

**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) 09/10/01
- Document ID #
- Correction of PTO Error
- Reel # Frame #
- Corrective Document
- Reel # Frame #

Conveyance Type

- Assignment
- Security Agreement
- License
- Nunc Pro Tunc Assignment
- Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

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
- 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.)

- Corporation
- Association

Other

Citizenship/State of Incorporation/Organization

09/18/2001 TDIAZI 00000131 1342251

FOR OFFICE USE ONLY

01 FC:481
02 FE:485 40.00 DP
100.00 DP

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**

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" value="1342251"/>	<input type="text" value="1298600"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2159588"/>	<input type="text" value="1725340"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2304166"/>	<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 or if additional fees can be charged to the account.)

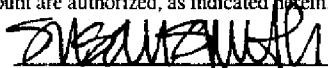
Deposit Account Number: #

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.

Susan L. Smith, Esq
Name of Person Signing


Signature

September 10, 2001
Date Signed

WRITTEN CONSENT OF THE SHAREHOLDERS OF

SERENA SOFTWARE INTERNATIONAL

October 21, 1998

Pursuant to Section 603 of the California Corporations Code and of the Bylaws of SERENA Software International, a California corporation (the "Company"), the undersigned, constituting the holders of at least a majority of the outstanding shares of Common Stock of the Company, hereby adopt the following resolutions effective as of the date set forth above:

Approval of Company Name Change

RESOLVED: That the form of Certificate of Amendment of Articles of Incorporation of the Company (the "Certificate") changing the name of the Company from "SERENA Software International" to "SERENA Software, Inc." attached as Exhibit A hereto is hereby approved.

RESOLVED FURTHER: That the officers of the Company are hereby authorized to make such changes to the Certificate not inconsistent with the substance of the Certificate as approved hereby, to the extent such officers deem necessary, with the advice of legal counsel, to effect the proper filing of the Certificate with the Secretary of State of California.

[Remainder of Page Left Intentionally Blank]

IN WITNESS WHEREOF, the undersigned shareholders of SERENA Software International, a California corporation, have executed this Written Consent in counterpart and direct that this Written Consent to be filed with the minutes of the proceedings of the shareholders of this corporation.

Douglas D. Troxel
Signature

DOUGLAS D. TROXEL
Print Name

Number of Shares Owned

EXHIBIT A

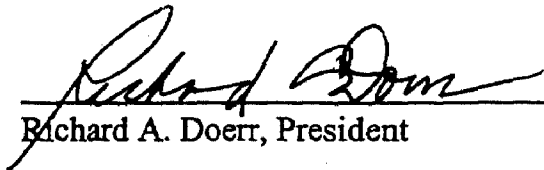
Form of Certificate of Amendment of Articles of Incorporation

::ODMA\HODMA\PALib2;980127;1

TRADEMARK
REEL: 002371 FRAME: 0005

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Amendment at Palo

Alto, California on this 29th day of October 1998.


Richard A. Doerr, President


Vita Strimaitis, Assistant Secretary

2125097

State of California



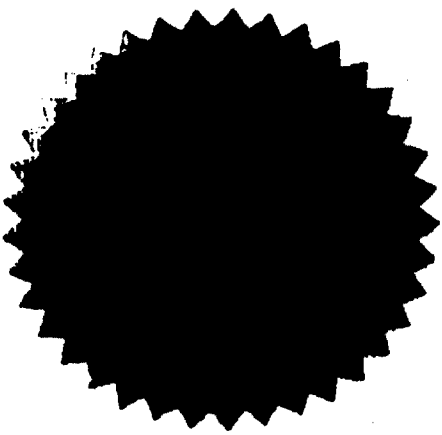
SECRETARY OF STATE CERTIFICATE OF QUALIFICATION

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the **5th day of November, 1998**, **SERENA SOFTWARE, INC. WHICH WILL DO BUSINESS IN CALIFORNIA AS DELAWARE SERENA**, a corporation organized and existing under the laws of **Delaware**, complied with the requirements of California law in effect on that date for the purpose of qualifying to transact intrastate business in the State of California, and that as of said date said corporation became and now is fully qualified and authorized to transact intrastate business in the State of California, subject however, to:

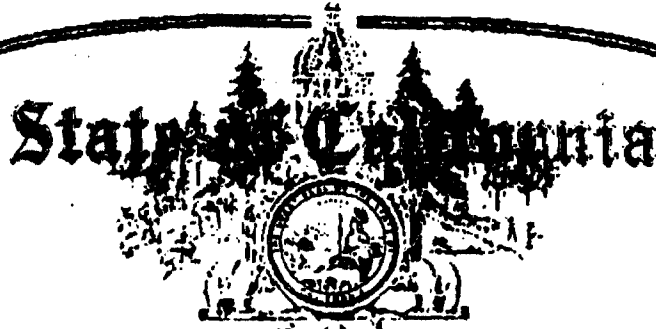
- (a) any licensing requirements otherwise imposed by the laws of this State, and
- (b) that subject corporation shall transact all intrastate business within this State under the above fictitious name elected by it.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of November 6, 1998.



Bill Jones
BILL JONES
 Secretary of State

2125097



SECRETARY OF STATE

ch

2 pages

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this



Bill Jones

Secretary of State

2125097

STATEMENT AND DESIGNATION
~~BY~~
FOREIGN CORPORATION

STATE OF CALIFORNIA
DEPARTMENT OF REVENUE
OFFICE OF THE REGISTER

NOV -5 1998

HILL JONES, SECRETARY OF STATE

Serena Software, Inc. which will do business in California
(Name of Corporation)

as Delaware Serena a corporation organized

and existing under the laws of Delaware makes the following
(State or Place of Incorporation)

statements and designation:

1. The address of its principal executive office is 500 Airport Blvd., Suite 200,
Burlingame, CA 94010-1904

(Insert complete address of principal executive office wherever located.)

DO NOT USE POST OFFICE BOX

2. The address of its principal office in the State of California is 500 Airport Blvd.,
Suite 200, Burlingame, CA 94010-1904

(Insert complete address of principal office in California.)

DO NOT USE POST OFFICE BOX

DESIGNATION OF AGENT FOR SERVICE OF PROCESS IN THE STATE OF CALIFORNIA
(Complete Either Item 3 or Item 4)

3. (Use this paragraph if the process agent is a natural person.)

Vita Strimaitis

a natural person residing in the State of California, whose complete address

is 500 Airport Blvd., Suite 200, Burlingame, CA 94010-1904

DO NOT USE POST OFFICE BOX

is designated as agent upon whom process directed to the undersigned corporation
may be served within the State of California, in the manner provided by law.

4. (Use this paragraph if the process agent is a corporation.)

_____ a corporation organized
and existing under the laws of _____ is designated as agent upon
whom process directed to the undersigned corporation may be served within the
State of California, in the manner provided by law.

NOTE: Before a corporation may be designated by any other corporation as an agent
for service of process, a corporate agent must have complied with Section
1505, California Corporations Code.

5. The undersigned corporation hereby irrevocably consents to service of process
directed to it upon the agent designated above, and to service of process on the
Secretary of State of the State of California if the agent so designated or the agent's
successor is no longer authorized to act or cannot be found at the address given.

Serena Software, Inc.

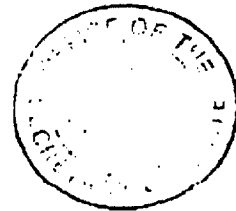
(Name of Corporation)

Vita Strimaitis

(Signature of Corporate Officer)

Vita Strimaitis, Asst. Secretary

(Typed Name and Title of Officer Signing)



1985/86 GUIDE
SBOC-G

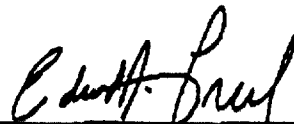
State of Delaware
Office of the Secretary of State

PAGE 1

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 INCORPORATION OF "SERENA SOFTWARE, INC.", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF OCTOBER, A.D. 1998, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Edward J. Freel, Secretary of State

2954956 8100

981395540

AUTHENTICATION:

9352726

DATE:

10-14-98

2 P. 2 No. 8666

INISNOB NOSTIM

WACON O. 666 J. 61.100

TRADEMARK

REEL: 002371 FRAME: 0011

Article VI.

The Corporation is to have perpetual existence.

Article VII.

Elections of directors need not be by written ballot unless a stockholder demands election by written ballot at the meeting and before voting begins or unless the Bylaws of the Corporation shall so provide.

Article VIII.

The number of directors which constitute the whole Board of Directors of the Corporation shall be designated in the Bylaws of the Corporation.

Article IX.

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.


Article X.

(a) To the fullest extent permitted by the Delaware General Corporation Law as the same exists or as may hereafter be amended, a director of the Corporation shall not be personally liable to the Corporation or its stockholders of monetary damages for breach fiduciary duty as a director.

(b) The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director, officer or employee of the Corporation or any predecessor of the Corporation or serves or served at any other enterprise as a director, officer or employee at the request of the Corporation or any predecessor the Corporation.

(c) Neither any amendment nor repeal of this Article X, nor the adoption of any provision of this Corporation's Certificate of Incorporation inconsistent with this Article X, shall eliminate or reduce the effect of this Article X, in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article X, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying, under penalties of perjury, that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 13th day of October 1998.


James P. Reilly, Incorporator

NR:ODMA\HODMA\PAL\62,949026;1

-4-

RECORDED: 09/10/2001

TRADEMARK
REEL: 002371 FRAME: 0015