

Form PTO-1594 (Rev. 05/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings $\Rightarrow \Rightarrow \Rightarrow$	<b>RECORDATION FORM COVER SHEET</b> <b>TRADEMARKS ONLY</b>	U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
<b>1. Name of conveying party(ies):</b> <u>Caminus LLC</u>  <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Corporation-State <input checked="" type="checkbox"/> Other <u>limited liability company-</u> <u>Delaware</u>  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	<b>2. Name and address of receiving party(ies)</b> Name: <u>Caminus Corporation</u> Internal Address: _____  Street Address: <u>825 Third Avenue</u> City: <u>New York</u> State: <u>NY</u> Zip: <u>10022</u>  <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No          (Designations must be a separate document from assignment)          Additional name(s) &amp; address( es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small>	
<b>3. Nature of conveyance:</b> <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date: <u>January 27, 2000</u>		
<b>4. Application number(s) or registration number(s):</b> A. Trademark Application No.(s)  B. Trademark Registration No.(s) <u>1782466, 2076995 and 2094226</u>  Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>5. Name and address of party to whom correspondence concerning document should be mailed:</b> Name: <u>Diane Duhaime, Esq.</u> Internal Address: _____  _____  <u>Brown Raysman et al, Cityplace</u> Street Address: _____ <u>II, 185 Asylum St., 10th Floor</u>  <u>Hartford</u> State: <u>CT</u> Zip: <u>06103</u> City: _____	<b>6. Total number of applications and registrations involved:</b> ..... <span style="border: 1px solid black; padding: 2px;">3</span>	
_____  <b>7. Total fee (37 CFR 3.41):</b> ..... \$ <u>90.00</u> <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to deposit account	<b>8. Deposit account number:</b> <u>02-4270</u>  _____ <small>(Attach duplicate copy of this page if paying by deposit account)</small>	
DO NOT USE THIS SPACE		
<b>9. Statement and signature.</b> <i>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.</i> <u>Diane Duhaime, Esq.</u> Name of Person Signing <u>Diane Duhaime</u> <u>3-7-02</u> Signature      Date		
<small>Total number of pages including cover sheet, attachments, and document: <span style="border: 1px solid black; padding: 2px;">3</span></small>		

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patent & Trademarks, Box Assignments  
 Washington, D.C. 20231

*State of Delaware*  
**Office of the Secretary of State**

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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 MERGER OF "CAMINUS LLC", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2000, AT 10:01 O'CLOCK A.M.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2890377 8100  
001301832

AUTHENTICATION 0496853  
DATE 06-14-00

TRADEMARK  
REEL: 002424 FRAME: 0977

**CERTIFICATE OF MERGER**  
**OF**  
**CAMINUS LLC**  
*(a Delaware limited liability company)*  
**INTO**  
**CAMINUS CORPORATION**  
*(a Delaware corporation)*

Caminus Corporation, a corporation organized and existing under and by virtue of the laws of the State of Delaware, does hereby certify:

**FIRST:** That the name and jurisdiction of formation or organization of each of the constituent entities of the Merger is as follows:

<u>Name</u>	<u>State of Formation/Organization</u>
Caminus LLC	Delaware
Caminus Corporation	Delaware

**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 entities in accordance with Subsection (c) of Section 264 of the General Corporation Law of the State of Delaware.

**THIRD:** That the name of the surviving corporation is Caminus Corporation.

**FOURTH:** That the Certificate of Incorporation of Caminus Corporation, a Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation. The address of said principal place of business is 747 Third Avenue, Floor 18, New York, New York 10017.

**SIXTH:** That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any member of Caminus LLC or any stockholder of Caminus Corporation.

STATE OF DELAWARE  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 FILED 10:01 AM 01/27/2002  
 001040759 - 3104727

IN WITNESS WHEREOF, Caminus Corporation has caused this Certificate to be executed by its President this 27th day of January, 2000.

CAMINUS CORPORATION

(a Delaware corporation)

By: David M. Stone

Name: David M. Stone

Title: CEO