

4/26/02

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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DEPARTMENT OF COMMERCE S. Patent and Trademark Office

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

1. Name of conveying party(ies): The MacNeal-Schwendler Corporation
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Delaware
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: MSC Software Corporation
Internal Address:
Street Address: Two McArthur Place
City: Santa Ana State: CA Zip: 92707
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
Assignment Merger
Security Agreement Change of Name
Other
Execution Date: 6/23/99

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,341,607
1,571,643; 2,028,693; 2,020,911
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 4

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Susan M. Kornfield
Internal Address: Bodman, Longley & Dahling LLP
Street Address: 110 Miller, Suite 300
City: Ann Arbor State: MI Zip: 48104

7. Total fee (37 CFR 3.41) \$ 115.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 02-2880

OFFICE OF PATENT RECORDS
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9 Signature:
Susan M. Kornfield
Name of Person Signing
Signature
Date 4/26/02
Total number of pages including cover sheet, statements, and document: 2

05/10/2002 T01A21 00000051 1341607
01 FC:481 49.00 DP
02 FC:482 75.00 DP

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

TRADEMARK REEL: 002551 FRAME: 0681

Jun. 23. 1999 12:20PM

NATIONAL CORPORATE RESEARCH, LTD.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:00 PM 06/23/1999
991254215 - 2416248

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

The undersigned, being the Secretary and Chief Financial Officer of The MacNeal-Schwendler Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of The MacNeal-Schwendler Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing "Article I. Name." so that, as amended, said Article shall be and read as follows:

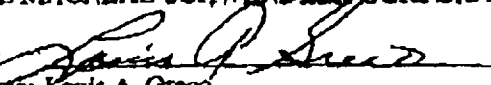
"The name of the corporation is MSC Software Corporation (hereinafter referred to as the "Corporation")."

SECOND: That thereafter, pursuant to resolution of its Board of Directors an annual meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, I hereunto sign my name and affirm that the statements made herein are true under penalties of perjury, this 23rd day of June, 1999.

THE MACNEAL-SCHWENDLER CORPORATION

By: 
Name: Louis A. Greco
Title: Secretary and Chief Financial Officer

LA1.840087.3