

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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.

1. Name of conveying party(ies):

DATAWORKS CORPORATION

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State California
☐ Other _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: September 24, 1998

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

Name: DATAWORKS CORPORATION

Street Address: 9 East Lockerman Street
Dover, Delaware 19901

- ☐ Individual(s) ☐ 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

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,056,723	2,101,768	1,950,391
1,552,647	1,557,335	1,950,390
2,006,585	2,042,827	2,113,917
1,987,918	1,928,508	1,959,717
2,044,073	2,265,928	

Additional numbers attached? ☐ Yes ☒ No

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

Name: Charles E. Steffy

Internal Address: 365.000001

Schwegman, Lundberg, Woessner & Kluth, P.A.
P.O. Box 2938
Minneapolis, MN 55402-0938

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.41): \$ 365.00

☐ Enclosed

☒ Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our
Deposit account number: 19-0743

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.

Charles E. Steffy/Reg. No. 25,179

Name of Person Signing


Signature

October 8, 2002

Date

Total number of pages including cover sheet: 10

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

DECLARATION

I, Kimberly Nute, am the Trademark Paralegal at Schwegman, Lundberg, Woessner & Kluth, P.A. This Declaration is to verify that the attached documents are being submitted for recordation of the merger of September 24, 1998 from DATAWORKS CORPORATION, a California corporation, to DATAWORKS CORPORATION, a Delaware corporation.

No signed copies of the Articles of Merger were available in our files or those of Epicor Software Corporation. Enclosed is an 8-K report, dated October 23, 1998, from the U.S. Securities and Exchange Commission, which was filed with Exhibit 2.1, which is the Agreement and Plan of Merger. (Exhibit 2.1 changes DATAWORKS CORPORATION, a California corporation, to DATAWORKS CORPORATION, a Delaware corporation). The Report and Exhibit 2.1 are copies from www.sec.gov, Edgar data pages. I am submitting pages 1-8 of the 8-K report and Exhibit 2.1 and not submitting pages 9-39 which do not relate to the Articles of Merger. The enclosed are the best evidence available of the merge from DATAWORKS CORPORATION, a California corporation, to DATAWORKS CORPORATION, a Delaware corporation.

The undersigned being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the applications or documents or any registrations resulting therefrom, declares that all statements made of her own knowledge are true; and all statements made on information and belief are believed to be true.

Dated: October 8, 2002

By: Kimberly Nute

Name: Kimberly Nute

Title: Trademark Paralegal

#466994.wpd

-----BEGIN PRIVACY-ENHANCED MESSAGE-----

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Originator-Name: webmaster@www.sec.gov
Originator-Key-Asymmetric:
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CONFORMED SUBMISSION TYPE: 8-K
PUBLIC DOCUMENT COUNT: 5
CONFORMED PERIOD OF REPORT: 19981002
ITEM INFORMATION:
ITEM INFORMATION:
FILED AS OF DATE: 19981023
SROS: NASD

FILER:

COMPANY DATA:
COMPANY CONFORMED NAME: DATAWORKS CORP
CENTRAL INDEX KEY: 0001000860
STANDARD INDUSTRIAL CLASSIFICATION: SERVICES-PREPACKAGED SOFTWARE
IRS NUMBER: 330209937
STATE OF INCORPORATION: DE
FISCAL YEAR END: 1231

FILING VALUES:
FORM TYPE: 8-K
SEC ACT:
SEC FILE NUMBER: 000-26814
FILM NUMBER: 98729903

BUSINESS ADDRESS:
STREET 1: 5910 PACIFIC CENTER BLVD STE 300
CITY: SAN DIEGO
STATE: CA
ZIP: 92121
BUSINESS PHONE: 6195469600

MAIL ADDRESS:
STREET 1: 5910 PACIFIC CENTER BLVD
CITY: SAN DIEGO
STATE: CA
ZIP: 92121

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SECURITIES AND EXCHANGE COMMISSION

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Form 8-K. The Company hereby incorporates by reference the contents of the news release announcing the signing of the Merger Agreement filed as Exhibit 99.3 to this report.

Item 7. Exhibits.

- 2.1 Agreement and Plan of Merger between DataWorks Corporation, a Delaware corporation, and DataWorks Corporation, a California corporation.
- 2.2 Agreement and Plan of Reorganization dated as of October 13, 1998, by and among Platinum, Zoo Acquisition Corp. and DataWorks. (1)
- 99.1 Registrant's Certificate of Incorporation.
- 99.2 Registrant's Bylaws.
- 99.3 Press Release dated October 13, 1998 announcing the signing of the Merger Agreement between the Company and Platinum.

-
- (1) Incorporated by reference to the Schedule 13D, dated as of October 13, 1998, filed by Platinum Software Corporation with respect to the Common Stock of DataWorks Corporation.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

DATAWORKS CORPORATION

Dated: October 23, 1998

By: /s/ Stuart W. Clifton

Stuart W. Clifton
President and Chief
Executive Officer

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INDEX TO EXHIBITS

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EXHIBIT 2.1

AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (hereinafter called the "Merger Agreement") is made as of September 24, 1998, by and between DataWorks Corporation, a California corporation ("DataWorks California"), and DataWorks Corporation, a Delaware corporation ("DataWorks Delaware"). DataWorks California and DataWorks Delaware are sometimes referred to as the "Constituent Corporations."

The authorized capital stock of DataWorks California consists of thirty million (30,000,000) shares, of which twenty-five million (25,000,000) shares are designated Common Stock, no par value, and five million (5,000,000) shares are designated Preferred Stock, no par value. The authorized capital stock of DataWorks Delaware consists of fifty million (50,000,000) shares of Common Stock, \$.001 par value, and five million (5,000,000) shares of Preferred Stock, \$.001 par value per share.

The directors of the Constituent Corporations deem it advisable and to the advantage of said corporations that DataWorks California merge into DataWorks Delaware upon the terms and conditions herein provided.

Following the Merger (as defined below) the subsidiaries of DataWorks California shall be the subsidiaries of DataWorks Delaware.

NOW, THEREFORE, the parties do hereby adopt the plan of reorganization encompassed by this Merger Agreement and do hereby agree that DataWorks California shall merge into DataWorks Delaware on the following terms, conditions and other provisions:

1. TERMS AND CONDITIONS

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shall have been surrendered for transfer or conversion or otherwise accounted for to the Surviving Corporation or its transfer agent, have and be entitled to exercise any voting and other rights with respect to and to receive any dividend and other distributions upon the shares of DataWorks Delaware evidenced by such outstanding certificate as above provided.

1.6 OPTIONS OF DATAWORKS CALIFORNIA. At the Effective Time, the Surviving Corporation will assume and continue all of DataWorks California's stock option plans in existence at the Effective Time, including without limitation all options outstanding under such stock option plans and any other outstanding options shall be converted into options of DataWorks Delaware, such that an option for one (1) share of DataWorks California shall be converted into an option for (1) share of DataWorks Delaware, with no change in the exercise price of the DataWorks Delaware option. No other changes in the terms and conditions of such options will occur. Effective at the Effective Time, DataWorks Delaware hereby assumes the outstanding and unexercised portions of such options and the obligations of DataWorks California with respect thereto.

1.7 WARRANTS. On the Effective Time, the Surviving Corporation will assume and continue warrants of DataWorks California and the outstanding and unexercised portions of all warrants, including without limitation all warrants to purchase shares of Common Stock outstanding and any other outstanding warrants, shall be converted into warrants of DataWorks Delaware, such that a warrant for one (1) share of DataWorks California shall be converted into

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a warrant for one (1) share of DataWorks Delaware, with no change in the exercise price of the DataWorks Delaware warrant. No other changes in the terms and conditions of such warrants will occur. Effective on the Effective Date, DataWorks Delaware hereby assumes the outstanding and unexercised portions of such warrants and the obligations of DataWorks California with respect thereto.

1.8 EMPLOYEE BENEFIT PLANS. At the Effective Time, the Surviving Corporation shall assume all obligations of DataWorks California under any and all employee benefit plans in effect as of the Effective Time with respect to which employee rights or accrued benefits are outstanding as of such time, including but not limited to the Company's 401(k) Plan provided, however, that one share Common Stock of DataWorks Delaware shall be substituted for each share of Common Stock of DataWorks California (if any) thereunder. At the Effective Time, the Surviving Corporation shall adopt and continue in effect all such employee benefit plans upon the same terms and conditions as were in effect immediately prior to the Merger and shall reserve that number of shares of DataWorks Delaware Common Stock with respect to each such employee benefit plan as is equal to the number of shares of DataWorks California Common Stock (if any) so reserved at the Effective Time.

2. CHARTER DOCUMENTS, DIRECTORS AND OFFICERS

2.1 CERTIFICATE OF INCORPORATION AND BYLAWS. The Certificate of Incorporation and Bylaws of DataWorks Delaware in effect at the Effective Time shall continue to be the Certificate of Incorporation and Bylaws of the Surviving Corporation.

2.2 DIRECTORS. The directors of DataWorks California immediately preceding the Effective Time shall become the directors of the Surviving Corporation at and after the Effective Time to serve until the expiration of

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Agreement with the Secretary of State of the State of Delaware, or the consummation of the Merger may be deferred for a reasonable period of time if, in the opinion of the Boards of Directors of DataWorks California and DataWorks Delaware, such action would be in the best interest of such corporations. In the event of termination of this Merger Agreement, this Merger Agreement shall become void and of no effect and there shall be no liability on the part of either Constituent Corporation or its Board of Directors or shareholders with respect thereto, except that DataWorks California shall pay all expenses incurred in connection with the Merger or in respect of this Merger Agreement or relating thereto.

3.5 COUNTERPARTS. In order to facilitate the filing and recording of this Merger Agreement, the same may be executed in any number of counterparts, each of which shall be deemed to be an original.

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IN WITNESS WHEREOF, this Merger Agreement, having first been fully approved by the Board of Directors of DataWorks California and DataWorks Delaware, is hereby executed on behalf of each said corporation and attested by their respective officers thereunto duly authorized.

DATAWORKS CORPORATION
a California corporation

By: /s/ Stuart W. Clifton

Stuart W. Clifton
President and Chief
Executive Officer

ATTEST:

/s/ Bradley J. Thies

Bradley J. Thies
Secretary

DATAWORKS CORPORATION
a Delaware Corporation

By: /s/ Stuart W. Clifton

Stuart W. Clifton
President and Chief
Executive Officer

ATTEST:

/s/ Bradley J. Thies

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