

09-17-2002

Form PTO-1594
6-93

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U.S. DEPARTMENT OF COMMERCE

OMB No. 0651-0011 (exp. 4/94)

102222217

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):

Name: **Viasoft, Inc.**

9-9-02

- Individual Association
- General Partnership Limited Partnership
- Corporation - State (Delaware)
- Other Swiss Cooperative

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

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

Name: **Viasoft, LLC**

Internal Address:

**1333 Third Avenue South
Naples, Florida 34102**

- 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 - to follow
(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: **July 5, 2001**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,945,519

Additional numbers attached? Yes No

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

Name: **Paula Jill Krasny**

Internal Address: **One Prudential Plaza**

Street Address: **130 East Randolph Drive, Suite 3500**

City: **Chicago** State: **Illinois** ZIP: **60601**

6. Total number of applications and registrations involved: **1**

7. Total fee (37 CFR 3.41): **\$40**

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501-649

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.

Patricia Song

Name of Person Signing

Signature

9/03/02

Date

Total number of pages comprising cover sheet: **3**

**CERTIFICATE OF CONVERSION OF CORPORATION
TO LIMITED LIABILITY COMPANY**

It is hereby certified that:

1. The name of the corporation (the "Corporation") immediately prior to the filing of this Certificate of Conversion with the Secretary of State of the State of Delaware is:

Viasoft International, Inc.

2. The date on which and the jurisdiction where the Corporation was first incorporated are:

December 31, 1992
State of Delaware

3. The Corporation is converted to a limited liability company whose name, as set forth in its Certificate of Formation, filed concurrently with this Certificate of Conversion in the Office of the Secretary of State of the State of Delaware, is:

Viasoft International, LLC

4. The conversion has been approved in accordance with the provisions of § 266 of the Delaware General Corporation Law and § 18-214 of the Delaware Limited Liability Company Act.

5. The conversion of the Corporation to a limited liability company pursuant to this Certificate of Conversion shall be effective on June 30, 2001.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the 29th day of June, 2001.

/s/ Arthur L. Allen
Arthur L. Allen, President and Chief Executive
Officer and Authorized Person

Doc. #1019172

CSC

07/05 01 11:21 NO. 227 03/09

Dec. 20 2001 06:08PM P3

FAX NO. : 202 261 7514

FROM : Steptoe & Johnson LLP

TRADEMARK
REEL: 002583 FRAME: 0155

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "VIASOFT INTERNATIONAL, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VIASOFT INTERNATIONAL, INC." TO "VIASOFT INTERNATIONAL, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JUNE, A.D. 2001, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTIETH DAY OF JUNE, A.D. 2001.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2320982 8100V

AUTHENTICATION: 1221602

010317969

DATE: 07-02-01

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Dec. 20 2001 06:07PM P2

FAX NO. : 202 261 7514

FROM : Steptoe & Johnson LLP

CSC

RECORDED: 09/09/2002

TRADEMARK
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