

10-17-2002

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

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

RMS Electronic Commerce Systems, Inc.

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

10.7.02

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 8/9/2002

2. Name and address of receiving party(ies)

Name: GXS Corporation

Internal

Address:

Street Address: 100 Edison Park Drive

City: Gaithersburg, State: MD Zip: 20878

- 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

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

A. Trademark Application No.(s) 76/432943

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Robert P. Ducatman, Esq.

Internal Address: Jones, Day, Reavis & Pogue

North Point

901 Lakeside Avenue

Street Address: Same

City: Cleveland State: OH Zip: 44114

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

501432 (Ref. 361438600003)

DO NOT USE THIS SPACE

9. Signature.

Robert P. Ducatman, Esq. Name of Person Signing

Signature

10/7/2002

Date

3

10/16/2002 DBYRNE 00000267 501432 76432943

Total number of pages including cover sheet, attachments, and document:

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

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WRITTEN CONSENT OF THE
GENERAL ELECTRIC COMPANY,
SOLE STOCKHOLDER OF
RMS ELECTRONIC COMMERCE SYSTEMS, INC.


The undersigned, General Electric Company, a corporation organized and existing under the laws of the State of New York, being the sole stockholder of RMS Electronic Commerce Systems, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation") hereby waives all notice of the time, place, and purposes of a meeting of the stockholders of the Corporation, and hereby consents, pursuant to Section 228 of the Delaware General Corporation Law, to the adoption of the following resolution in lieu of an annual meeting:

Name Change

RESOLVED, that General Electric Company hereby consents to changing the name of the Corporation to "GXS Corporation," and to the amendment of the Corporation's Certificate of Incorporation, on file with the Office of the Secretary of State of the State of Delaware, to reflect such name change.

IN WITNESS THEREOF, the undersigned has executed this Written Consent on behalf of General Electric Company, sole stockholder of RMS Electronic Commerce Systems, Inc. as of August 9, 2002.

GENERAL ELECTRIC COMPANY

By: 
Name: JAMES D. BUNT
Title: VICE PRESIDENT AND TREASURER

SCHEDULE B**GEIS INTELLECTUAL PROPERTY****A. Patents**

| Title | Country | Patent No./Serial No. |
|--|---------|-----------------------|
| System for selectively converting a plurality of source data structures without an intermediary structure into a plurality of selected target structures | US | 5,627,972 |

B. Trademark Registrations and Applications

| Title | Country | Reg. No./Appl. No. |
|--------------------------|---------|--------------------|
| GLOBAL EXCHANGE SERVICES | US | 76432943 |

C. Copyrights Registrations

| Title | Country | Reg. No. |
|-------|---------|-------------|
| UIXM | US | TXu 523,334 |