

12-09-2002



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

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):

PADS Software, Inc.

12-2-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Delaware, 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 27, 2001

2. Name and address of receiving party(ies)

Name: Innoveda, Inc.

Internal

Address:

Street Address: 300 Nickerson Road

City: Marlborough State: MA Zip: 01752

- 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)

B. Trademark Registration No.(s)

2,112,203; 2,112,204; 2,114,016

Additional number(s) attached Yes No

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

Name: Douglas D. Hancock

Internal Address: ipsolon llp

Street Address: 805 S.W. Broadway #2740

City: Portland State: OR Zip: 97205

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$90.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

500241

(Attach duplicate copy of this page if paying by deposit account)

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.

Douglas D. Hancock

Name of Person Signing

Signature

Nov. 21, 2002

Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK REEL: 002629 FRAME: 0754

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**PADS SOFTWARE, INC.**  
(a Delaware corporation)

**INTO**

**INNOVEDA, INC.**  
(a Delaware corporation)

Innoveda, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

**FIRST:** That the Corporation was incorporated on the 29th day of December, 1993, under the name Summit Design, Inc. pursuant to the General Corporation Law of the State of Delaware. That the Corporation changed its name to Innoveda, Inc. on the 23<sup>rd</sup> day of March, 2000 pursuant to the General Corporation Law of the State of Delaware.

**SECOND:** That the Corporation owns all of the outstanding shares of each class of the stock of PADS Software, Inc., a corporation incorporated on the 20<sup>th</sup> day of December, 1991 pursuant to the General Corporation Law of the State of Delaware.

**THIRD:** That the Board of Directors of the Corporation, by unanimous written consent dated the 25th day of September, 2001, duly adopted the following resolutions:

**RESOLVED:** That, pursuant to Section 253 of the General Corporation Law of the State of Delaware, the Corporation is hereby authorized to merge PADS Software, Inc., a Delaware corporation which is a wholly owned subsidiary of the Corporation ("PADS"), with and into the Corporation.

**FURTHER**

**RESOLVED:** That the President and Chief Executive Officer, the Treasurer and the Secretary of the Corporation be and each hereby is, authorized to execute a Certificate of Ownership and Merger with respect to the merger of PADS into the Corporation, cause the same to be filed with the Secretary of State of the State of Delaware and take all such other actions and to execute all such other instruments and agreements as they or any of them may deem appropriate to effect such merger.

**FURTHER**

**RESOLVED:** That the merger of PADS with and into the Corporation shall be effective at 5:00 p.m., Eastern Time, on September 28, 2001.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be signed by its authorized officer this 27th day of September 2001.

**INNOVEDA, INC.**

By: /s/ Peter T. Johnson

Name: Peter T. Johnson

Title: Vice President

State of Delaware  
Office of the Secretary of State PAGE 1

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"PADS SOFTWARE, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "INNOVEDA, INC." UNDER THE NAME OF "INNOVEDA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2001, AT 12:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-EIGHTH DAY OF SEPTEMBER, A.D. 2001, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1363794

DATE: 09-27-01

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RECORDED: 12/02/2002

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REEL: 002629 FRAME: 0757