

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		MERGER	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Template Software, Inc.		12/27/1999	CORPORATION: VIRGINIA
RECEIVING PARTY DATA			
Name:	TSAC, Inc.		
Street Address:	8000 Regency Parkway		
City:	Cary		
State/Country:	NORTH CAROLINA		
Postal Code:	27511		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number		
Registration Number:	1769816		
CORRESPONDENCE DATA			
Fax Number:	(404)572-6999		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	404-572-6953		
Email:	trademarks@pgfm.com		
Correspondent Name:	Jeanene L. Jobst		
Address Line 1:	191 Peachtree St., NE, 16th Floor		
Address Line 4:	Atlanta, GEORGIA 30303		
ATTORNEY DOCKET NUMBER:	134733.00001		
NAME OF SUBMITTER:	Jeanene L. Jobst		

Total Attachments: 4

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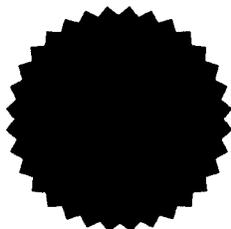
Delaware

PAGE 1

The First State

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 MERGER, WHICH MERGES:

"TEMPLATE SOFTWARE, INC.", A VIRGINIA CORPORATION,
WITH AND INTO "TSAC, INC." UNDER THE NAME OF "TSAC, 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 DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3109948 8100M

AUTHENTICATION: 2254428

030090733

DATE: 02-11-03

CERTIFICATE OF MERGER

of

TEMPLATE SOFTWARE, INC.
(a Virginia corporation)

WITH AND INTO

TSAC, INC.
(a Delaware corporation)

(UNDER SECTION 252 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)

TSAC, INC., a Delaware corporation, hereby certifies that:

I.

The name and state of incorporation of each of the constituent entities are:

- (a) Template Software, Inc., a Virginia corporation ("Template"); and
- (b) TSAC, Inc., a Delaware corporation ("Sub").

II.

An Agreement and Plan of Merger dated October 19, 1999 (the "Agreement and Plan of Merger") has been duly approved, adopted, certified, executed and acknowledged by Sub and Template in accordance with the provisions of Section 252 of the General Corporation Law of the State of Delaware.

III.

Under the Agreement and Plan of Merger, Sub shall be the surviving corporation (the "Surviving Corporation") of the merger and will be governed by the laws of the State of Delaware. The name of the Surviving Corporation shall be TSAC, Inc.

IV.

The Certificate of Incorporation of Sub shall be the Certificate of Incorporation of the Surviving Corporation.

V.

The executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is as follows:

c/o Level 8 Systems, Inc.
8000 Regency Parkway
Cary, North Carolina 27511

VI.

A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of Sub or Template.

VII.

The authorized capital stock of Template is 17,000,000 shares of common stock, \$.01 par value, and 3,000,000 shares of preferred stock, \$.01 par value.

VIII.

The merger shall be effective on December 27, 1999.

[Remainder of this page intentionally left blank]

IN WITNESS WHEREOF, the Certificate of Merger has been executed by the duly
authorized officers of Sub on this 27th day of December, 1999.

TSAC, INC.
a Delaware corporation

By: 
Name: Dennis McKinnon
Title: SVP