

03-11-2003



To the Honorable Comm.

102386255

attached original documents or copy thereof.

1. Name of conveying party(ies):

Computer Management & Development
Services, Inc.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Virginia
- 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: July 31, 2000

2. Name and address of receiving party(ies)

Name: CMDS, Inc.

Internal

Address:

Street Address: P.O. Box 1184

City: Harrisonburg State: VA Zip: 22801

- 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)

75/779331

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: William H. Cox, Esq., Janvey,
Gordon, Herlands, Randolph & Cox, LLP
Internal Address:

Street Address: 355 Lexington Avenue

City: New York State: NY Zip: 10017

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:

(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.

William H. Cox
Name of Person Signing

Signature

March 5, 2003
Date

Total number of pages including cover sheet, attachments, and document: 5

03/10/2003 DBYRNE 00000022 75779331

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

01 FC:8521

40.00 DP

**CERTIFICATE OF MERGER
OF
COMPUTER MANAGEMENT & DEVELOPMENT SERVICES, INC.
INTO
CMDS, INC.**

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

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME	STATE OF INCORPORATION
CMDS, Inc.	Delaware
Computer Management & Development Services, Inc.	Virginia

SECOND: That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of Section 252 of the General Corporation Law of Delaware.

THIRD: That the name of the surviving corporation of the merger is:

CMDS, Inc.

FOURTH: The Certificate of Incorporation of CMDS, Inc. shall be the Certificate of Incorporation of the surviving corporation after the Effective Time.

FIFTH: The executed Agreement and Plan of Merger is on file at the following principal place of business of the surviving corporation:

1450 Technology Drive
Harrisonburg, VA 22802

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by CMDS, Inc., on request and without cost, to any stockholder of Computer Management & Development Services, Inc. or CMDS, Inc.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/31/2000
001387591 - 3247223

SEVENTH: The authorized capital stock of Computer Management & Development Services, Inc. is as follows: 20,000 shares of Class A voting Common Stock, \$.10 par value per share, and 30,000 shares of Class B non-voting Common Stock, \$.10 par value per share.

EIGHTH: Pursuant to Section 103 of the General Corporation Law of Delaware, the effective date and time of this Certificate of Merger shall be 11:59 p.m. (Boston, Eastern Standard Time) on July 31, 2000.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, said CMDS, Inc. has caused this certificate to be signed
by Robert A. Maginn, Jr., its President, this 31st day of July, 2000.

CMDS, INC.

By: 

Name: Robert A. Maginn, Jr.

Title: President

Delaware

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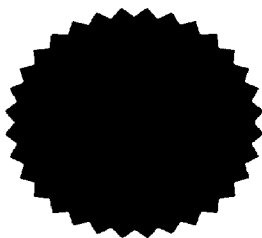
The First State

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:

"COMPUTER MANAGEMENT & DEVELOPMENT SERVICES, INC.", A VIRGINIA CORPORATION,

WITH AND INTO "CMDS, INC." UNDER THE NAME OF "CMDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF JULY, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF JULY, A.D. 2000, AT 11:59 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2139052

020761034

DATE: 12-11-02

RECORDED: 03/06/2003

TRADEMARK

REEL: 002687 FRAME: 0435