

04-02-2003

Form PTO-1594
(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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3-31-03 ECC TF



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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):

G.G. Pulley & Associates, Inc.

- Individual(s)
- General Partnership
- Corporation-State New Mexico
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: 06/30/2000

2. Name and address of receiving party(ies)

Name: Jack Henry & Associates, Inc.

Internal

Address: _____

Street Address: 663 W. Highway 60, PO Box 807

City: Monett State: MO Zip: 65708

- 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) 1871859;

2210909; 2210908

Additional number(s) attached Yes No

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

Name: Lawrence A. Swain

Internal Address: _____

Shughart Thomson & Kilroy, P.C.

Street Address: 9225 Indian Creek Parkway

Suite 1100

City: Overland Park State: KS Zip: 66210

6. Total number of applications and registrations involved: _____

3

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

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

FINANCE SECTION
MAR 31 AM 10:23

DO NOT USE THIS SPACE

9. Signature.

Lawrence A. Swain

Name of Person Signing

Lawrence A. Swain
Signature

3-25-03

Date

Total number of pages including cover sheet, attachments, and document: 6

04/01/2003 LNUELLER 00000196 1871859

01 FC:8521
02 FC:8532

40.00/OP
50.00/OP

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

TRADEMARK
REEL: 002703 FRAME: 0775

CERTIFICATE OF MERGER

OF

VERTEX, INC.,
G.G. PULLEY & ASSOCIATES, INC.,
BANCDATA SOLUTIONS, INC.,
JACK HENRY SOFTWARE, INC.,
JACK HENRY SYSTEMS, INC.,
COMMLINK HOLDING, INC.,
PEERLESS SYSTEMS, INC.,
AND
PEERLESS DATA SERVICES, INC.

INTO

JACK HENRY & ASSOCIATES, INC.

The undersigned corporation, JACK HENRY & ASSOCIATES, INC., does hereby certify:

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

<u>Name</u>	<u>State of Incorporation</u>
Jack Henry & Associates, Inc.	Delaware
Vertex, Inc.	Delaware
G.G. Pulley & Associates, Inc.	New Mexico
BancData Solutions, Inc.	California
Jack Henry Software, Inc.	Kansas
Jack Henry Systems, Inc.	Delaware
CommLink Holding, Inc.	Delaware
Peerless Systems, Inc.	Texas
Peerless Data Services, Inc.	Texas

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

THIRD: That Jack Henry & Associates, Inc. is the surviving corporation of the merger.

FOURTH: That the certificate of incorporation of Jack Henry & Associates, Inc., the surviving corporation, will not be amended or changed and will be and remain the certificate of incorporation of the surviving corporation until and unless otherwise amended or changed.

FIFTH: That the executed Agreement and Plan of Merger is on file at the office of Jack Henry & Associates, Inc., the surviving corporation, located at 663 Highway 60, Monett, Missouri 65708.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by Jack Henry & Associates, Inc., the surviving corporation, on request and without cost, to any shareholder of any constituent corporation.

SEVENTH: That the authorized capital stock of each constituent corporation which is not a corporation of the State of Delaware, is as follows:

<u>Name</u>	<u>Authorized Shares</u>	<u>Par Value per Share</u>
G.G. Pulley & Associates, Inc.	500,000	NONE
BancData Solutions, Inc.	2,000,000	\$10.00
Jack Henry Software, Inc.	100,000	0.01
Peerless Systems, Inc.	20,000,000	1.00
Peerless Data Services, Inc.	1,000,000	1.00

Dated as of the 30 day of June, 2000.

JACK HENRY & ASSOCIATES, INC.,
a Delaware corporation

By: Michael R. Wallace
Name: MICHAEL R. WALLACE
Title: PRESIDENT / CEO

STATE OF Missouri)
)
) ss.
COUNTY OF Barry)

This instrument was acknowledged and executed before me on this 30 day of June, 2000, by Michael Wallace President of Jack Henry & Associates, Inc., who stated that it is his act and deed and the act and deed of said corporation and that the facts stated therein are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office the day and year aforesaid.

May E. Stubs
Notary Public

(SEAL)

My commission expires: January 20, 2004.

Office of the Secretary of State

I, EDWARD J. FREEL, 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:

- "BANCDATA SOLUTIONS, INC.", A CALIFORNIA CORPORATION,
"COMMLINK HOLDING, INC.", A DELAWARE CORPORATION,
"G.G. PULLEY & ASSOCIATES, INC.", A NEW MEXICO CORPORATION,
"JACK HENRY SOFTWARE, INC.", A KANSAS CORPORATION,
"JACK HENRY SYSTEMS, INC.", A DELAWARE CORPORATION,
"PEERLESS DATA SERVICES, INC.", A TEXAS CORPORATION,
"PEERLESS SYSTEMS, INC.", A TEXAS CORPORATION,
"VERTEX, INC.", A DELAWARE CORPORATION,

WITH AND INTO "JACK HENRY & ASSOCIATES, INC." UNDER THE NAME OF "JACK HENRY & ASSOCIATES, 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 JULY, A.D. 2000, AT 11 O'CLOCK A.M.

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



Handwritten signature of Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0588282

DATE: 07-28-00

G.G. Pulley & Associates, Inc. (NM DOM)
BancData Solutions, Inc. (CA DOM)
Jack Henry Software, Inc. (KS DOM)
Jack Henry Systems, Inc. (DE DOM)
CommLink Holding, Inc. (DE DOM)
Peerless Systems, Inc. (TX DOM)

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