

08-05-2003



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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

Tab settings

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

1. Name of conveying party(ies):

Simulation Sciences, Inc.

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

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

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger (checked), Change of Name

Execution Date: September 10, 2001

2. Name and address of receiving party(ies)

Name: Invensys Systems, Inc.

Internal

Address:

Street Address: 33 Commercial Street

City: Foxboro State: MA Zip: 02035

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Massachusetts (checked), Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (checked) (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No (checked)

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

A. Trademark Application No.(s) 75/717528

B. Trademark Registration No.(s) 1635316

2687141, 2578434, 2664533

Additional number(s) attached Yes No (checked)

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

Name: Gwenn E. Roos, Esq.

Internal Address: B52-2J

Street Address: 33 Commercial Street

City: Foxboro State: MA Zip: 02035

6. Total number of applications and registrations involved: 18

7. Total fee (37 CFR 3.41) \$ 720.00

- Enclosed, Authorized to be charged to deposit account (checked)

8. Deposit account number:

061826

DO NOT USE THIS SPACE

9. Signature.

Gwenn E. Roos, Esq. Name of Person Signing

Signature

July 30, 2003 Date

Total number of pages including cover sheet, attachments, and document: 8

08/04/2003 ECD/PER 00000260 061826 75717528

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

01 FC:0521 40.00 BA 02 FC:0522 425.00 BA

TRADEMARK REEL: 002794 FRAME: 0479

OFFICE OF PATENT RECORDS 2003 JUL 30 AM 9:45 FINANCE SECTION

Continuation of Item 4

Mark	Reg. No.
AIM-SUPERVISOR	2431966
VISUAL FLOW	2310204
ROMEO	2254059
NETOPT	2188308
OPEN YIELD	2159929
YIELDSTATION	2023617
PROVISION	1972230
PRO/II	1608947
HEXTRAN	1399220
PIPEPHASE	1399883
SIMSCI	1368309
PIPEPHASE	1324241
THE SIMULATOR	1312283

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Receiving Party: Invensys Systems, Inc.

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

RE: Recordation of Merger
Simulation Sciences, Inc. to Invensys Systems, Inc.

Sir: Transmitted herewith for filing are the following:

- PTO form-1594 Recordation Cover Sheet, including Deposit Account Authorization
- Continuation of Item 4
- Merger Document (5 pages)
- Postcard receipt

Please refer all communications relating to this application to my attention at the Invensys Intellectual Property Department located at Invensys Systems, Inc., 33 Commercial Street, B52-2J, Foxboro, MA 02035.

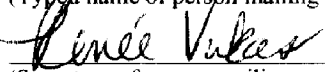
CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

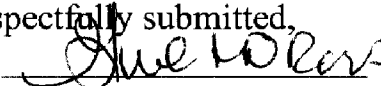
"Express Mail" mailing label number: EV081445563US

Date of Deposit: July 30, 2003

I hereby certify that this paper is being deposited for service under 37 CFR 1.10 on the date indicated above and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513

Renee Vukas
(Typed name of person mailing paper)


(Signature of person mailing paper)

Respectfully submitted,
By: 
Gwenn E. Roos, Esq.
(508) 549-6320

Examiner

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

081

ARTICLES OF *CONSOLIDATION / *MERGER
(General Laws, Chapter 156B, Section 79)

*XXXXXXXXX / *merger of

M

Simulation Sciences, Inc.

a Delaware corporation

M/R

01237144

S

Invensys Systems, Inc.

a Massachusetts corporation

the constituent corporations, into

Invensys Systems, Inc.

*XXXXXXXXX / *one of the constituent corporations organized under the laws of: Massachusetts

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of *XXXXXXXXX / *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 79, and will be kept as provided by Subsection (c) thereof. The *XXXXXXXXX / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the *XXXXXXXXX / *merger determined pursuant to the agreement of *XXXXXXXXX / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing:

The merger shall be effective upon filing with the Secretary of the Commonwealth

3. (For a merger)

*The following amendments to the Articles of Organization of the surviving corporation have been effected pursuant to the agreement of merger:

Not Applicable

(For a consolidation)

(a) *XXXXXXXXX

N/A

C
P
M
R.A.

*Delete the inapplicable words.
Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated.

(For a consolidation) Not Applicable

(b) State the total number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

** (c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

** (d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

** (e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Item 4 below may be deleted if the resulting /surviving corporation is organized under the laws of a state other than Massachusetts.

4. The information contained in Item 4 is *not* a permanent part of the Articles of Organization of the ~~Xsokoye~~ / surviving corporation.

(a) The street address of the ~~Xsokoye~~ / surviving corporation in Massachusetts is: (post office boxes are not acceptable)

33 Commercial Street, Foxboro, Massachusetts 02035

** If there are no provisions state "None".

(b) The name, residential address and post office address of each director and officer of the *resulting / *surviving corporation is:

NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	See attached exhibit "A"	
Treasurer:		
Clerk:		
Directors:		
V.P.:		

(c) The fiscal year end (i.e. tax year) of the *XXXXX / *surviving corporation shall end on the last day of the month of: March

(d) The name and business address of the resident agent, if any, of the *XXXXX / *surviving corporation is: CT Corporation System, 101 Federal Street, Boston, MA 02110

Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts. Not Applicable

5. The *resulting / *surviving corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent Massachusetts corporation, any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the *resulting / *surviving corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

FOR MASSACHUSETTS CORPORATIONS

The undersigned *President / *Vice President and *Clerk / *Assistant Clerk Invensys Systems, Inc. a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of ~~XXXXXXX~~ / *merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.

J. Spencer ~~XXXXXX~~ / *Vice President
E. McIntyre / *Clerk / ~~XXXXXXX~~

FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † John H. Spencer and †† Edward McIntyre of Simulation Sciences, Inc. a corporation organized under the laws of Delaware, further state under the penalties of perjury that the agreement of *consolidation / *merger has been duly adopted by such corporation in the manner required by the laws of Delaware

*Delete the inapplicable words.
†Specify the officer having powers and duties corresponding to those of the president or vice president of a Massachusetts corporation organized under General Laws, Chapter 156B.
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation.

J. Spencer †
E. McIntyre ††

Exhibit "A"

Invensys Systems, Inc.
FEIN 04-1339430

Post Office Address: 33 Commercial Street
Foxboro, MA 02035

Officers/ Directors Residential Addresses:

Joseph L. Cowan, President	5212 Legends Drive Braselton, GA 30517
John H. Spencer, Vice President	36 Whittier Road Medford, MA 02155
William L. Gibelli, Treasurer	54 Spencer Drive, Plymouth, MA 02360
Edward McIntyre, Clerk	38 West Street Foxboro, MA 02035
Joseph L. Cowan, Director	5212 Legends Drive Braselton, GA 30517
Bruce A. Henderson, Director	2809 Emerywoods Parkway Richmond, VA 23226
Philip C. Maynard, Director	19572 Sierra Sota Road Irvine, CA 92612

105144300

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF *CONSOLIDATION / *MERGER
(General Laws, Chapter 156B, Section 79)

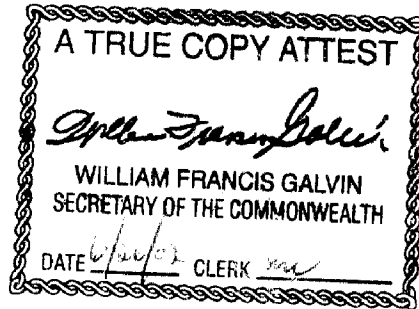
RECORDED
CORPORATION DIVISION
01 SEP 10 PM 1:15

I hereby approve the within Articles of *Consolidation / *Merger and,
the filing fee in the amount of \$ 250 , having been paid,
said articles are deemed to have been filed with me this 10th
day of September , 20 01.

Effective date _____

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth



TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Patricia J. Turner

Pearl Professional Corporation
735 Post Road East
Westport, Connecticut 06880

Telephone: 203-222-9000