

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
SoftArc, Inc.		07/01/2003	CORPORATION: CANADA

RECEIVING PARTY DATA	
Name:	Open Text Corporation
Street Address:	185 Columbia Street West
City:	Waterloo, Ontario
State/Country:	CANADA
Postal Code:	N2L 5Z5
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1794764	FIRSTCLASS

CORRESPONDENCE DATA	
Fax Number:	(212)895-2900
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	2018952000
Email:	PTO2@brownraysman.com
Correspondent Name:	Brown Raysman Millstein Felder & Steiner
Address Line 1:	900 Third Avenue
Address Line 4:	New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	40054/2
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DOMESTIC REPRESENTATIVE	
Name:	Monica B. Richman
Address Line 1:	900 Third Avenue
Address Line 4:	New York, NEW YORK 10022

NAME OF SUBMITTER:	Monica B. Richman, Esq.
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CH \$40.00 1794764

Total Attachments: 2

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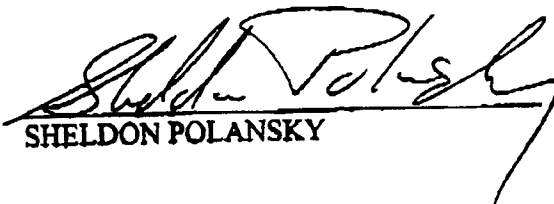
SCHEDULE "A"

OFFICER'S STATEMENT

I, Sheldon Polansky, of the City of Toronto, in the Province of Ontario, state as follows:

1. I am the Secretary of Open Text Corporation (the "Corporation") and as such have personal knowledge of the matters hereinafter stated.
2. The Corporation desires to amalgamate with Centrinity Inc. and Softarc Inc. and continue as one corporation under the name of Open Text Corporation.
3. There are reasonable grounds for believing that:
 - a. each of the amalgamating corporations is and the amalgamated corporation will be able to pay its liabilities as they become due; and
 - b. the realizable value of the amalgamated corporation's assets will not be less than the aggregate of its liabilities and stated capital of all classes.
4. There are reasonable grounds for believing that no creditor will be prejudiced by the amalgamation.
5. No creditor has notified the Corporation that he objects to the amalgamation.
6. For the reasons set out in paragraphs 4 and 5 above it is unnecessary for the Corporation to comply with the notice provisions contained in paragraph 178(2)(d) of the *Business Corporations Act* (Ontario).

DATED the 30th day of June, 2003.



SHELDON POLANSKY