

03-31-2004

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



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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): I.S. Nebraska, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Nebraska 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: 06/25/01

2. Name and address of receiving party(ies)

Name: Intersystems, Inc.

Internal Address:

Street Address: 13330 I Street

City: Omaha State: NE Zip: 68

- 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

OFFICE OF PUBLIC RECORDS 2004 MAR 29 AM 8:59 FINANCE SECTION

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 868170 and 909775

Additional number(s) attached Yes No

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

Name: Cathryn A. Berryman

Internal Address:

Street Address: Jenkens & Gilchrist, P.C.

1445 Ross Ave, Suite 3200

City: Dallas State: TX Zip: 75202

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) \$ 65.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

10-0447 (underpayment/overpayment)

DO NOT USE THIS SPACE

9. Signature.

Cathryn A. Berryman Name of Person Signing

Cathryn A. Berryman Signature

3-25-04 Date

Total number of pages including cover sheet, attachments, and document: 7

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

TRADEMARK REEL: 002938 FRAME: 0352

03/30/2004 ECI/EPF 00000110 868170

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**CERTIFICATE OF OWNERSHIP
MERGING**

**I.S. Nebraska, Inc (A NEBRASKA CORPORATION)
INTO
INTERSYSTEMS, INC. (A DELAWARE CORPORATION)**

**(PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF DELAWARE)**

InterSystems, Inc., a corporation incorporated on the 1st day of March, 1984 (the "Corporation"), pursuant to the provisions of the General Corporation Law of the State of Delaware does hereby certify that it owns all the capital stock of I.S. Nebraska, Inc., a corporation incorporated under the laws of the State of Nebraska ("InterSystems Nebraska"), and that, by a resolution of its board of directors duly adopted by unanimous written consent without a meeting on June 25, 2001, determined to and did merge into itself InterSystems Nebraska, which resolution is included herein as follows:

WHEREAS, this Corporation lawfully owns all the outstanding stock of InterSystems, Inc. a corporation organized and existing under the laws of the State of Nebraska ("InterSystems Nebraska"), and

WHEREAS, this Corporation desires to merge into itself InterSystems Nebraska, and to be possessed of all the estate, property, rights, privileges and franchises of said corporation.

NOW, THEREFORE, BE IT RESOLVED, that this Corporation does hereby merge into itself InterSystems Nebraska and assumes all of its liabilities and obligations; and be it

FURTHER RESOLVED, that the president or a vice-president, and the secretary or treasurer of this Corporation be and they hereby are directed to make and execute, under the corporate seal of this Corporation, a certificate of ownership setting forth a copy of the resolution, to merge InterSystems Nebraska and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of the State of Delaware, and a certified copy thereof in the office of the Secretary of State of Nebraska and be it

FURTHER RESOLVED, that the officers of this Corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the States of Delaware or Nebraska, which may be necessary or proper to effect said merger; and be it

FURTHER RESOLVED, that the Plan of Merger between this Corporation and InterSystems, Inc., a Nebraska corporation, as described in the Articles of Merger attached hereto as Exhibit A, be, and hereby is, in all respects approved, and that the proper officers of this Corporation be, and hereby are, authorized and directed to execute and deliver the Articles of Merger effecting the Plan of Merger described therein.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership to be signed by its authorized officer, the 25th day of June 2001.

By: *Daniel T. Murphy*
Name: *Daniel T. Murphy*
Title: *Exec. V.P. - CFO*

**ARTICLES OF MERGER
OF
I.S. Nebraska, Inc. (A NEBRASKA CORPORATION)
INTO
INTERSYSTEMS, INC. (A DELAWARE CORPORATION)**

To the Secretary of State
State of Nebraska:

Pursuant to the provisions of the Nebraska Business Corporation Act governing the merger of a domestic, wholly-owned subsidiary business corporation into its foreign parent business corporation, the foreign parent business corporation hereinafter named does hereby submit the following articles of merger:

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Nebraska is I.S. Nebraska, Inc. ("InterSystems Nebraska")
2. The name of the foreign parent corporation, which is a business corporation organized under the laws of the State of Delaware is INTERSYSTEMS, INC.. ("InterSystems Delaware")
3. All of the outstanding shares of InterSystems Nebraska are owned by InterSystems Delaware.
4. The following is the plan of merger for merging InterSystems Nebraska into InterSystems Delaware as approved by resolution of the Board of Directors of InterSystems Delaware.

1. InterSystems, Inc., which is a business corporation of the State of Delaware ("InterSystems Delaware") and is the owner of all of the outstanding shares of I.S. Nebraska, Inc. which is a business corporation of the State of Nebraska ("InterSystems Nebraska"), hereby merges InterSystems Nebraska into InterSystems Delaware.

2. The separate existence of InterSystems Nebraska shall cease at the effective time and date of the merger pursuant to the provisions of the Nebraska Business Corporation Act, and InterSystems Delaware shall continue its existence as the surviving corporation pursuant to the provisions of Section 253 of The General Corporation Law of the State of Delaware.

3. The articles of incorporation of InterSystems Delaware are not amended in any respect by this Plan of Merger.

article of merger