

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
Wonderware Corporation		03/31/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Invensys Systems, Inc.
Street Address:	101 Federal Street
Internal Address:	CT Corporation System
City:	Boston
State/Country:	MASSACHUSETTS
Postal Code:	02110
Entity Type:	CORPORATION: MASSACHUSETTS

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	2183235	PRISM
Registration Number:	2211400	PRISM
Registration Number:	2183236	PRISM

CORRESPONDENCE DATA	
Fax Number:	(508)549-6295
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	508-549-6320
Email:	nicole.linehan@foxboro.com
Correspondent Name:	Nicole L. Linehan
Address Line 1:	33 Commercial Street
Address Line 2:	B51-2J
Address Line 4:	Foxboro, MASSACHUSETTS 020352099

ATTORNEY DOCKET NUMBER:	MARCAM ASCENTIAL TO ISI
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NAME OF SUBMITTER:	Nancy Fonda
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CH \$90.00 2183235

Total Attachments: 2

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:45 AM 04/01/2002
020209335 - 2336468

CERTIFICATE OF MERGER
OF
WONDERWARE CORPORATION
INTO
INVENSYS SYSTEMS, INC.

The undersigned corporation, Invensys Systems, Inc., a Massachusetts corporation, DOES HEREBY CERTIFY:

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

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
WONDERWARE CORPORATION	DELAWARE
INVENSYS SYSTEMS, INC.	MASSACHUSETTS

SECOND: That a Plan and Agreement 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 Section 252 of the General Corporation Law of the State of Delaware:

THIRD: The name of the surviving corporation in the merger is Invensys Systems, Inc., a Massachusetts corporation. The Secretary of the State of Delaware is hereby appointed agent for service of process for Wonderware Corporation, and the address to which such process shall be mailed by the Secretary of State is 33 Commercial Street, Foxboro, Massachusetts 02035.

FOURTH: The Certificate of Incorporation of Invensys Systems, Inc., as amended, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: An executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation, and the address of said principal place of business of the surviving corporation is 33 Commercial Street, Foxboro, Massachusetts 02035.

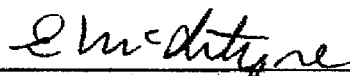
SIXTH: A copy of the Plan and Agreement of Merger will be furnished on request without cost to any stockholder of any constituent corporation.

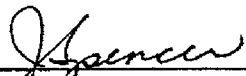
SEVENTH: This Certificate of Merger shall be effective upon its filing with the Delaware Secretary of State.

Dated as of March 31, 2002.

ATTEST:

INVENSYS SYSTEMS, INC.

By: 
Edward A. McIntyre,
Its Secretary

By: 
John M. Spencer,
Its Vice President