

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

|   |  |                       |                       |
|---|--|-----------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT   |                       |                       |
| <b>NATURE OF CONVEYANCE:</b>  | MERGER   |                       |                       |
| <b>CONVEYING PARTY DATA</b>   |  |                       |                       |
| <b>Name</b>   | <b>Formerly</b>  | <b>Execution Date</b> | <b>Entity Type</b>    |
| Synavant Inc.   |  | 07/23/2003            | CORPORATION: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |  |                       |                       |
| <b>Name:</b>  | Dendrite Interactive Marketing LLC   |                       |                       |
| <b>Street Address:</b>  | 200 Somerset Corporate Blvd.   |                       |                       |
| <b>City:</b>  | Bridgewater  |                       |                       |
| <b>State/Country:</b>   | NEW JERSEY   |                       |                       |
| <b>Postal Code:</b>   | 08807  |                       |                       |
| <b>Entity Type:</b>   | CORPORATION: DELAWARE  |                       |                       |
| <b>PROPERTY NUMBERS Total: 1</b>  |  |                       |                       |
| <b>Property Type</b>  | <b>Number</b>  | <b>Word Mark</b>      |                       |
| <b>Serial Number:</b>   | 75915902   | PHARBASE              |                       |
| <b>CORRESPONDENCE DATA</b>  |  |                       |                       |
| <b>Fax Number:</b>  | (212)218-2200  |                       |                       |
|   | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> |                       |                       |
| <b>Email:</b>   | jgibson@fchs.com   |                       |                       |
| <b>Correspondent Name:</b>  | Fitzpatrick, Cella, Harper & Scinto  |                       |                       |
| <b>Address Line 1:</b>  | 30 Rockefeller Plaza   |                       |                       |
| <b>Address Line 4:</b>  | New York, NEW YORK 10112   |                       |                       |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 2863.2000  |                       |                       |
| <b>NAME OF SUBMITTER:</b>   | James M. Gibson, Esq.  |                       |                       |
| <b>Total Attachments: 5</b><br>source=doc#page1.tif<br>source=doc#page2.tif<br>source=doc#page3.tif<br>source=doc#page4.tif<br>source=doc#page5.tif |  |                       |                       |

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# Delaware

PAGE 1

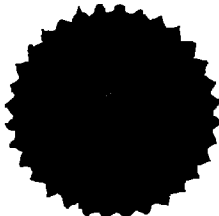
*The First State*

I, HARRIET SMITH WINDSOR, 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:

"SYNAVANT INC.", A DELAWARE CORPORATION,

WITH AND INTO "DENDRITE INTERACTIVE MARKETING LLC" UNDER THE NAME OF "DENDRITE INTERACTIVE MARKETING LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF JULY, A.D. 2003, AT 5:01 O'CLOCK P.M.

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



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3677562 8100M

AUTHENTICATION: 2557079

030482820

DATE: 07-30-03

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:01 PM 07/28/2003  
FILED 05:01 PM 07/23/2003  
SRV 390482820 - 3677562 FILE

**CERTIFICATE OF MERGER**  
of  
**SYNAVANT INC.**  
into  
**DENDRITE INTERACTIVE MARKETING LLC**

Under Section 264 of the Delaware General Corporation Law and  
Section 18-209 of the Delaware Limited Liability Company Act and

Dendrite Interactive Marketing LLC, a Delaware limited liability company and the surviving business entity in the within referenced merger with SYNAVANT Inc., Delaware corporation, in order to effect a merger in accordance with Section 264 of the Delaware General Corporation Law and Section 18-209 of the Delaware Limited Liability Company Act (the "DLLCA") . does hereby certify, in accordance with Section 18-209(c) of the DLLCA, as follows:

**FIRST:** The entities which are to merge are:

**SYNAVANT Inc.** a corporation organized under the laws of the State of Delaware ("Synavant");

and

**Dendrite Interactive Marketing LLC**, a limited liability company formed under the laws of the State of Delaware ("DIM").

**SECOND:** An Agreement and Plan of Merger (the "Merger Agreement") setting forth the terms and conditions of the merger of Synavant with and into DIM (the "Merger") has been adopted, approved, certified, executed and acknowledged by Synavant as provided in Section 264(c) of the Delaware General Corporation Law, and by DIM as provided in DIM's limited liability company agreement and Section 18-209(b) of the Delaware Limited Liability Company Act.

**THIRD:** The name of the surviving entity in the Merger, which is a corporation governed by the laws of the State of Delaware (the "Surviving Company"), is:

**Dendrite Interactive Marketing LLC**

**FOURTH:** No amendments or changes in the certificate of formation of the Surviving Company are to be effected by the Merger. The certificate of formation of the Surviving Company, as now in force and effect, shall continue to be the certificate of incorporation of the Surviving Company until amended in accordance with the laws of the State of Delaware.

**FIFTH:** The executed Merger Agreement is on file at the principal place of business of the Surviving Company which is currently located at 200 Somerset Corporate Blvd., Bridgewater, New Jersey 08807.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any stockholder of Synavant or to any member of DIM.

IN WITNESS WHEREOF, Dendrite Interactive Marketing LLC has caused this Certificate of Merger to be executed in its name by its duly authorized officer on July 23, 2003, which signature constitutes the affirmation of the signatory, under penalties of perjury, that this Certificate is the act and deed of Dendrite Interactive Marketing LLC and that the facts stated herein are true.

DENDRITE INTERACTIVE MARKETING LLC

By: /s/ Paul L. Zaffaroni  
Paul L. Zaffaroni  
President

**AGREEMENT AND PLAN OF MERGER  
OF**

**SYNAVANT INC.**  
(a Delaware corporation)

**WITH AND INTO**

**DENDRITE INTERACTIVE MARKETING LLC**  
(a Delaware limited liability company)

This AGREEMENT AND PLAN OF MERGER (this "Plan of Merger") is made on July 23, 2003 by and between SYNAVANT Inc. ("Synavant"), a Delaware corporation and Dendrite Interactive Marketing LLC ("DIM"), a Delaware limited liability company (together, the "Constituent Companies"). DIM will be the surviving entity, sometimes hereinafter referred to as the "Surviving Entity".

WHEREAS, Synavant is a corporation validly existing in the State of Delaware, having its principal offices located at 200 Somerset Corporate Blvd., Bridgewater, New Jersey 08807; and

WHEREAS, DIM is a limited liability company duly organized and validly existing in the State of Delaware, having its principal offices located at 200 Somerset Corporate Blvd., Bridgewater, New Jersey 08807; and

WHEREAS, the Board of Directors of Synavant and the Managing Member of DIM have determined to merge Synavant with and into DIM as provided in this Plan of Merger; and

WHEREAS, the Constituent Entities are wholly-owned subsidiaries of Dendrite International, Inc.;

NOW, THEREFORE, the Constituent Entities hereby agree as follows:

1. Merger. At the Effective Time (as defined herein), Synavant will be and it hereby is merged with and into the DIM (the "Merger"). This Plan of Merger shall become effective upon the filing a Certificate of Merger with the Office of the Secretary of the State of Delaware in the form attached as Exhibit 1. The effective date and time of the filing of such Certificate, the later thereof) is referred to herein as the "Effective Time".

2. Rights and Liabilities of the Surviving Entity. From and after the effective Effective Time, (i) all the rights, privileges, immunities, powers and franchises, of a public as well as of a private nature, and all property, real, personal and mixed, and all debts due on whatever account, including, without limitation, subscriptions to shares, and all other choses in action, and all and every other interest of or belonging to or due to the Constituent Entities shall be taken and deemed to be transferred to, and vested in, the Surviving Company without further act or deed; and all property, rights and privileges, immunities, powers and franchises and all and every other interest shall be thereafter as effectually the property of the Surviving Company, as they were of the Constituent Entities, and (ii) all debts, liabilities, duties and obligations of the Constituent Entities shall become the debts, liabilities, duties and obligations of the Surviving Company and the Surviving Company shall thenceforth be responsible and liable for all the debts, liabilities, duties and obligations of the Constituent Entities and neither the rights of creditors nor

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any liens upon the property of the Constituent Entities shall be impaired by the merger, and may be enforced against the Surviving Company.

3. Cancellation of Stock; No Limited Liability Company Interests. At the Effective Time, the issued and outstanding shares of capital stock of Synavant shall be automatically canceled. No limited liability company interests shall be issued in the merger in consideration for shares of capital stock of Synavant.

4. Surviving Entity. At the Effective Time the separate existence of the Synavant will cease, and DIM, as the Surviving Entity of the Merger, will continue to exist under and be governed by the laws of the State of Delaware. The name of the Surviving Entity will remain Dendrite Interactive Marketing Services LLC.

5. Certificate of Formation; Operating Agreement. The Certificate of Formation of DIM, as existing at the Effective Time, will be unaffected by the Merger and will be the Certificate of Formation of the Surviving Company. The limited liability company operating agreement of DIM, as existing at the Effective Time, will continue in full force as the limited liability company Operating Agreement of the Surviving Company until altered, amended or repealed as provided therein or as provided by law.

6. Members of Surviving Entity. The members of DIM immediately prior to the Effective Time will be the members of the Surviving Entity.

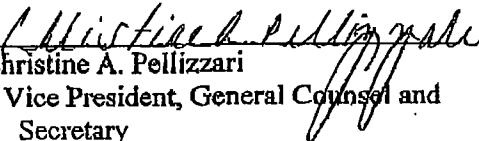
7. Termination. This Plan of Merger may be terminated and the Merger abandoned for any reason whatsoever, at any time prior to the Effective Time upon the written consent of the parties.

8. Amendment. This Plan of Merger may be amended at any time prior to the Effective Time upon the written consent of the parties.

IN WITNESS WHEREOF, the Constituent Companies have executed this Plan of Merger as of the date first above written.

DENDRITE INTERNATIONAL MARKETING LLC

By: Dendrite International, Inc.  
Managing Member

By:   
Christine A. Pellizzari  
Vice President, General Counsel and  
Secretary

SYNAVANT INC.

By:   
Paul L. Zaffaroni  
President