

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

BrainTree Security Software, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Massachusetts
- Other
- Association
- Limited Partnership

Citizenship (see guidelines)

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: PentaSafe Acquisition Corp.

Internal

Address:

Street Address: 802 Lovett Blvd.

City: Houston

State: Texas

Country: U.S. Zip: 77006-3906

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship Texas
- Other Citizenship

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)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s)

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

4. Application number(s) or registration number(s) and Identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,926,323

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SQL<->SECURE

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

Name: Gregg G. Brandon

Internal Address:

Street Address: 750 Bering Drive

City: Houston

State: Texas Zip: 77057

Phone Number: 713.787.1565

Fax Number: 713.787.1440

Email Address:

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 01-2508136010013TML600

Authorized User Name Gregg G. Brandon

9. Signature:

Gregg G. Brandon
Signature

3/29/05
Date

Gregg G. Brandon
Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$40.00 012608 1926323



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Merger of

BRAINTREE SECURITY SOFTWARE, INC.
A Massachusetts no permit entity
with
PENTASAFE ACQUISITION CORP.
a Texas corporation

have been received in this office and are found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Merger.

Filed July 21, 2000

Effective July 21, 2000



Elton Bomer
Secretary of State
TRADEMARK

FILED
In the Office of the
Secretary of State of Texas

JUL 21 2000

ARTICLES OF MERGER

Corporations Section

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, the undersigned corporations hereby adopt the following articles of merger for the purpose of effecting a merger in accordance with the provisions of the Texas Business Corporation Act.

The undersigned corporations certify the following statements:

1. The name of each of the undersigned corporations that are a party to the Agreement and Plan of Merger (the "Plan of Merger"), the type of such corporation and the laws under which such corporations are organized are:

<u>Name of Corporation</u>	<u>Type of Entity</u>	<u>State</u>
PentaSafe Acquisition Corp.	Corporation	Texas
BrainTree Security Software, Inc.	Corporation	Massachusetts

2. The Plan of Merger has been approved by PentaSafe Acquisition Corp., in the manner prescribed by its constituent documents and the Texas Business Corporation Act, and by BrainTree Security Software, Inc., in the manner prescribed by its constituent documents and the laws of the Commonwealth of Massachusetts.

3. The approval of the Plan of Merger by BrainTree Security Software, Inc. is duly authorized by all action required by the laws of the Commonwealth of Massachusetts, under which it is organized, and by its constituent documents.

4. PentaSafe Acquisition Corp. shall survive this merger and be governed by the laws of the State of Texas.

5. An executed copy of the Plan of Merger is on file at the principal office of PentaSafe Acquisition Corp., 802 Lovett Boulevard, Houston, Texas 77006-3906 and a copy of the Plan of Merger will be furnished by such entity, on written request and without cost, to any shareholder of each domestic corporation that is a party to or created by the Plan of Merger and to any creditor or obligee of the parties to the merger at the time of the merger if such obligation is then outstanding.

6. No amendments to the articles of incorporation of any domestic surviving corporation are to be effected by the merger.

7. The Plan of Merger was duly approved by the shareholders of each of the undersigned corporations as set forth below.

8. As to each of the undersigned corporations, the approval of whose shares is required, the number of outstanding shares of each class or series of stock of such corporation entitled to vote with other shares or as a class, on the Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Class or Series</u>	<u>Number of Shares Entitled to Vote As a Class or Series</u>
PentaSafe Acquisition Corp.	1,000	Common Stock	0
BrainTree Security Software, Inc.	6,500	Series A Preferred Common Stock	0


9. As to each of the undersigned corporations, the approval of whose shares is required, the total number of shares that voted for and against the Plan of Merger, by each class or series including each class or series entitled to vote separately as a class, on the Plan of Merger, are as follows:

<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class or Series</u>
PentaSafe Acquisition Corp.	1,000	0	0
BrainTree Security Software, Inc.	6,500	0	0

10. The surviving corporation will be responsible for the payment of all fees and franchise taxes of the merged corporation and will be obligated to pay such fees and franchise taxes if the same are not timely paid.

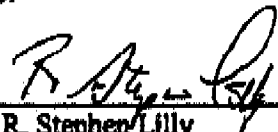
Dated: July 20, 2000

PENTASAFE ACQUISITION CORP.



 Douglas J. Erwin
 President and Chief Executive Officer

BRAINTREE SECURITY SOFTWARE, INC.



 R. Stephen Lilly
 President