

04-07-2005

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



REC
TRADEMARKS
102974611

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)/Execution Date(s):

Elite Information Systems, Inc.

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

Citizenship (see guidelines) California

Execution Date(s) 12/28/04

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Thomson Legal & Regulatory Inc.

Address: _____

Street Address: 610 Opperman Drive

City: Eagan

State: Minnesota

Country: USA Zip: 55123

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)

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)

2,306,335

Additional sheet(s) attached? Yes No

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

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

Name: Paula Upson

Internal Address: _____

The Thomson Corporation

Street Address: 1 Station Place

City: Stamford

State: CT Zip: 06902

Phone Number: 203-539-8795

Fax Number: 203-539-7774

Email Address: paula.upson@thomson.com

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 295

- 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 20-0866

Authorized User Name 9912

2005 APR - 1 AM 7:36
OPR/FINANCE

9. Signature:

3/24/05

Signature

Date

Paula K. Upson

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

04/07/2005 ECOOPER 00000064 200866 2306335

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TRADEMARK
REEL: 003144 FRAME: 0839

Trademark	Reg. Number
DEAL PROOF	2306335
E ELITE & Design	2842989
ELITE	988919
ELITE	2560913
ELITE	2580725
ELITE & Design	2587192
ELITE ENCOMPASS	2891154
ELITE TIMETRAX	2625433
ELITE.COM	2580723
TIMESOLV	2537198
TIMESYNC	2693811



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DC M

ARTICLES OF MERGER

OF

ELITE INFORMATION SYSTEMS, INC.

AND

THOMSON LEGAL & REGULATORY INC.

To the Secretary of State
State of Minnesota

Pursuant to the provisions of the Minnesota Business Corporation Act Governing the merger of a foreign wholly-owned subsidiary corporation for profit into its domestic parent corporation for profit, the domestic parent corporation hereinafter named does hereby adopt the following Articles of Merger.

1. The following is the Plan of Merger for merging Elite Information Systems, Inc. into Thomson Legal & Regulatory Inc. as set forth in resolutions approved by the affirmative vote of at least a majority of the Board of Directors of Thomson Legal & Regulatory Inc. under the provisions of Section 302A.621 of the Minnesota Business Corporation Act.

"1. The name of the subsidiary corporation, which is a corporation for profit organized under the laws of the State of California, is Elite Information Systems, Inc.

"2. The name of the parent corporation, which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, is Thomson Legal & Regulatory Inc.

"3. The issued shares of Elite Information Systems, Inc. shall not be converted in any manner, but each said share which is issued as of the effective date of the merger shall be surrendered and extinguished."

2. The number of issued and outstanding shares of Elite Information Systems, Inc. is one share of common stock, all of which are of one class, and all of which are owned by Thomson Legal & Regulatory Inc.

3. Thomson Legal & Regulatory Inc., as the holder of all issued and outstanding shares of Elite Information Systems, Inc., waived the mailing of a copy of the Plan of Merger to itself.

4. The laws of the jurisdiction of organization of Elite Information Systems, Inc. permit the merger of a corporation for profit of that jurisdiction with and into a corporation for profit of another jurisdiction; and the merger of Elite Information Systems, Inc. with and into Thomson Legal & Regulatory Inc. is in compliance with the laws of the jurisdiction of organization of Elite Information Systems, Inc.

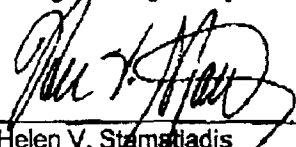
5. The merger of Elite Information Systems, Inc. into Thomson Legal & Regulatory Inc. shall become effective in the State of Minnesota on the 30th day of December, 2004.

I certify that I am authorized to execute this document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in Section 609.48, Minnesota Statutes as if I had signed this document under oath.

Executed on December 28, 2004.

Thomson Legal & Regulatory Inc.

By:



Helen V. Stamatiadis
Assistant Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 29 2004


Secretary of State 

State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

*CA: ELITE INFORMATION SYSTEMS, INC.
MN: THOMSON LEGAL & REGULATORY, INC.*

State of Formation and Name of Surviving Entity:

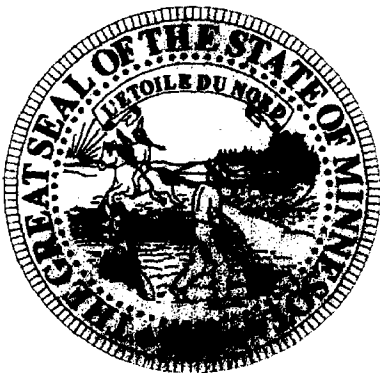
MN: THOMSON LEGAL & REGULATORY, INC.

Effective Date of Merger: December 30, 2004

Name of Surviving Entity After Effective Date of Merger:

THOMSON LEGAL & REGULATORY, INC.

This certificate has been issued on: December 29, 2004



Mary Kiffmeyer
Secretary of State.