

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/30/2004		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
CGI Information Systems & Management Consultants, Inc.		09/30/2004	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	CGI-AMS Inc.		
Street Address:	4050 Legato Road		
City:	Fairfax		
State/Country:	VIRGINIA		
Postal Code:	22033		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Registration Number:	2710141	TAAMS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(703)267-2274		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	eric.mcfadden@cgi.com		
Correspondent Name:	Eric L. McFadden, Esq.		
Address Line 1:	4050 Legato Road		
Address Line 4:	Fairfax, VIRGINIA 22033		
NAME OF SUBMITTER:	Eric L. McFadden		
Signature:	/ericlmcfadden/		
Date:	09/06/2005		

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Total Attachments: 3

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source=CGI ISMC to CGI-AMS#page3.tif

# Delaware

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*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:

"CGI INFORMATION SYSTEMS & MANAGEMENT CONSULTANTS, INC.", A DELAWARE CORPORATION,

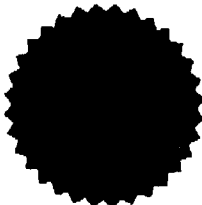
WITH AND INTO "CGI-AMS INC." UNDER THE NAME OF "CGI-AMS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2004, AT 2:25 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTIETH DAY OF SEPTEMBER, A.D. 2004, AT 8 O'CLOCK P.M.

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

0742005 8100M

040708087



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3385090

DATE: 09-30-04

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 02:25 PM 09/30/2004  
FILED 02:25 PM 09/30/2004  
SRV 040708087 - 0742005 FILE

**CERTIFICATE OF MERGER**

OF

**CGI INFORMATION SYSTEMS & MANAGEMENT CONSULTANTS, INC.**  
(a Delaware corporation)

WITH AND INTO

**CGI-AMS INC.**  
(a Delaware corporation)

**UNDER SECTION 251 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE**

**FIRST:** The names and state of incorporation of the constituent corporations are: CGI Information Systems & Management Consultants, Inc., a Delaware corporation ("CGI ISMC"), and CGI-AMS Inc., a Delaware corporation ("CGI-AMS").

**SECOND:** An agreement of merger has been approved, adopted, certified, executed and acknowledged by CGI ISMC and by CGI-AMS in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation is CGI-AMS Inc.

**FOURTH:** Upon the effectiveness of the merger, the Certificate of Incorporation of CGI-AMS, as now in force and effect, shall continue to be the Certificate of Incorporation of the surviving corporation and such Certificate of Incorporation shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the General Corporation Law of the State of Delaware.

**FIFTH:** The merger is to become effective on September 30, 2004 at 8:00 p.m., Eastern Time.

**SIXTH:** The executed agreement of merger is on file at the principal place of business of CGI-AMS at 4050 Legato Road, Fairfax, Virginia 22033.

**SEVENTH:** A copy of the plan of merger will be furnished by CGI-AMS on request and without cost, to any stockholder of CGI ISMC or CGI-AMS.

IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Merger on behalf of CGI-AMS Inc. as its authorized officer and affirms, under penalty of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated in this Certificate of Merger are true.

DATED: September 30, 2004

CGI-AMS INC.,  
a Delaware corporation

By: 

André Imbeau, Executive Vice-President,  
Chief Financial Officer and Treasurer

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