

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/27/2001

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Remedy Corporation		08/27/2001	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Peregrine Remedy, Inc.
Street Address:	3611 Valley Centre Drive
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92130
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Serial Number:	76166283	REMEDY

**CORRESPONDENCE DATA**

Fax Number: (912)236-3003  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 912-236-3001  
 Email: nbelzer@belzerlaw.com  
 Correspondent Name: Nathan C. Belzer  
 Address Line 1: 2 East Bryan Street  
 Address Line 2: Suite 401  
 Address Line 4: Savannah, GEORGIA 31401

NAME OF SUBMITTER:	Nathan C. Belzer
Signature:	/Nathan C. Belzer/
Date:	04/03/2007

OP \$40.00 76166283

**Total Attachments: 8**

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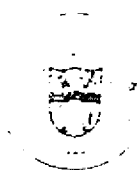
State of Delaware  
Office of the Secretary of State

PAGE 1

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:

"REMEDY CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "ROSE ACQUISITION CORPORATION" UNDER THE NAME OF "PEREGRINE REMEDY, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SEVENTH DAY OF AUGUST, A.D. 2001, AT 12:30 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

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010422767

AUTHENTICATION: 1315846

DATE: 08-27-01  
TRADEMARK  
REEL: 003513 FRAME: 0059

**CERTIFICATE OF MERGER**

**MERGING**

**REMEDY CORPORATION,  
A DELAWARE CORPORATION**

**WITH AND INTO**

**ROSE ACQUISITION CORPORATION,  
A DELAWARE CORPORATION**

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Pursuant to Section 251 of the General Corporation Law of the State of Delaware

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Rose Acquisition Corporation, a Delaware corporation ("Sub"), does hereby certify as follows:

**FIRST:** Sub is a corporation duly organized and existing under the laws of the State of Delaware and Remedy Corporation ("Remedy") is a corporation duly organized and existing under the laws of the State of Delaware.

**SECOND:** An Agreement and Plan of Reorganization (the "Merger Agreement"), effective as of June 10, 2001, by and among Remedy, Peregrine Systems, Inc., a Delaware corporation, and Sub, setting forth the terms and conditions of the merger of Remedy with and into Sub (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law, and the merger of Remedy with and into Sub was duly approved by the stockholders of each of Remedy and Sub.

**THIRD:** The name of the surviving corporation in the Merger (the "Surviving Corporation") is currently "Rose Acquisition Corporation" and shall, upon completion of the Merger, be changed to "Peregrine Remedy, Inc."

**FOURTH:** The Certificate of Incorporation of Sub shall be amended and restated at the effective time of the Merger to read in its entirety as set forth in Exhibit A attached hereto. From and after the effective time of the Merger, the Certificate of Incorporation of Sub, as amended, shall continue to be the Certificate of Incorporation of Surviving Corporation, until amended as provided by law.

**FIFTH:** An executed copy of the Merger Agreement is on file at the office of the Surviving Corporation at the following address:

Peregrine Remedy, Inc.  
3611 Valley Centre Drive  
San Diego, CA 92130

SIXTH: An executed copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, Rose Acquisition Corporation has caused this Certificate of Merger to be executed in its corporate name as of this 27<sup>th</sup> day of August, 2001.

ROSE ACQUISITION CORPORATION  
a Delaware Corporation

By: 

Richard T. Nelson  
President and Chief Financial Officer

State of Delaware  
Office of the Secretary of State PAGE 1

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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 RESTATED CERTIFICATE OF "ROSE ACQUISITION CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF AUGUST, A.D. 2001, AT 12:30 O'CLOCK P.M.

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

3401304 8100

AUTHENTICATION: 1315850

010422768

DATE: 08-27-01

TRADEMARK  
REEL: 003513 FRAME: 0062

AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
ROSE ACQUISITION CORPORATION

Rose Acquisition Corporation, a corporation organized under the laws of the State of Delaware, hereby certifies as follows:

- A. The name of the corporation is Rose Acquisition Corporation. The corporation was originally incorporated under the same name and the original Certificate of Incorporation of the corporation was filed with the Secretary of State of the State of Delaware on June 7, 2001.
- B. This Amended and Restated Certificate of Incorporation has been duly adopted in accordance with the provisions of the General Corporation Law of the State of Delaware by the Board of Directors and the stockholders of the corporation.
- C. Pursuant to Sections 242 and 245 of the General Corporation Law of the State of Delaware, this Amended and Restated Certificate of Incorporation restates and integrates and further amends the provisions of the Certificate of Incorporation of this corporation.
- D. The text of the Certificate of Incorporation is hereby amended and restated in its entirety to read as follows:

"ARTICLE I

The name of the corporation is Peregrine Remedy, Inc. (the "Corporation").

ARTICLE II

The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

### ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

### ARTICLE IV

The Corporation is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock this Corporation shall have authority to issue is 1,000 with the par value of \$0.001 per share.

### ARTICLE V

The Corporation is to have perpetual existence.

### ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.

### ARTICLE VII

The number of directors which constitute the whole Board of Directors of the Corporation shall be as specified in the Bylaws of the Corporation.

### ARTICLE VIII

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

### ARTICLE IX

A director of the corporation shall, to the full extent permitted by the Delaware General Corporation Law as it now exists or as it may hereafter be amended, not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Neither any amendment nor repeal of this Article, nor the adoption of any provision of this Amended and Restated Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

### ARTICLE X

To the fullest extent permitted by applicable law, this corporation is also authorized to provide indemnification of (and advancement of expenses to) such agents (and any other persons to



which Delaware law permits this corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law of the State of Delaware, subject only to limits created by applicable Delaware law (statutory or non-statutory), with respect to actions for breach of duty to this corporation, its stockholders, and others.

Any repeal or modification of any of the foregoing provision of this Article shall not adversely affect any right or protection of a director, officer, agent or other person existing at the time of, or increase the liability of any director of this corporation with respect to any acts or omissions of such director, officer or agent occurring prior to such repeal or modification.

#### ARTICLE XI

Advance notice of new business and stockholder nominations for the election of directors shall be given in the manner and to the extent provided in the Bylaws of the Corporation.

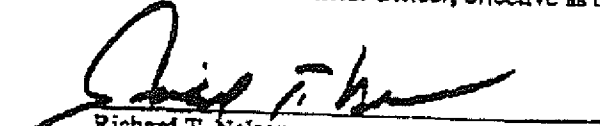
#### ARTICLE XII

Elections of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.


#### ARTICLE XIII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation."

In witness whereof, the Corporation has caused this Amended and Restated Certificate of Incorporation to be signed by Richard T. Nelson, President & Chief Financial Officer, effective as of August 21, 2001.

  
Richard T. Nelson  
President & Chief Financial Officer

Attest:

  
Eric P. Deller  
Secretary

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