

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	07/18/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Quovadx, Inc.		07/18/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Rogue Wave Software, Inc.
Street Address:	930 Winter Street
Internal Address:	Suite 2500
City:	Waltham
State/Country:	MASSACHUSETTS
Postal Code:	02451
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78834627	HYDRA

CORRESPONDENCE DATA

Fax Number: (720)566-4099
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 720-566-4000
 Email: trademarks@cooley.com
 Correspondent Name: Cooley Godward Kronish LLP
 Address Line 1: 380 Interlocken Crescent
 Address Line 2: Suite 900
 Address Line 4: Broomfield, COLORADO 80021-8023

ATTORNEY DOCKET NUMBER:	304194-102
NAME OF SUBMITTER:	Andrew Hartman

CH \$40.00 78834627

Signature:

/Andrew Hartman/

Date:

08/02/2007

Total Attachments: 6

source=QVDX Merger Certificate#page1.tif

source=QVDX Merger Certificate#page2.tif

source=QVDX Merger Certificate#page3.tif

source=QVDX Merger Certificate#page4.tif

source=QVDX Merger Certificate#page5.tif

source=QVDX Merger Certificate#page6.tif

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:

"QUARTZITE ACQUISITION SUB, INC.", A DELAWARE CORPORATION, WITH AND INTO "QUOVADX, INC." UNDER THE NAME OF "ROGUE WAVE SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF JULY, A.D. 2007, AT 4:14 O'CLOCK P.M.

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

2191750 8100M

070827481



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5852919

DATE: 07-18-07

TRADEMARK
REEL: 003593 FRAME: 0767

CERTIFICATE OF MERGER
OF
QUARTZITE ACQUISITION SUB, INC.
(a Delaware corporation)
WITH AND INTO
QUOVADX, INC.
(a Delaware corporation)

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

July 18, 2007

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), Quovadx, Inc., a Delaware corporation ("Quovadx"), hereby certifies to the following information relating to the merger of Quartzite Acquisition Sub, Inc., a Delaware corporation ("Quartzite"), with and into Quovadx (the "Merger"), pursuant to the Agreement and Plan of Merger, by and among Rogue Wave Holdings, Inc., a Delaware corporation, Quartzite and Quovadx, dated as of April 1, 2007, as amended on April 2, 2007 and amended and restated on May 4, 2007 (as amended, restated or otherwise modified from time to time, the "Merger Agreement").

1. The constituent business corporations participating in the Merger are
 - (i) Quartzite Acquisition Sub, Inc., which is incorporated under the laws of the State of Delaware; and
 - (ii) Quovadx, Inc., which is incorporated under the laws of the State of Delaware.
2. The Merger Agreement has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the DGCL, as provided in Sections 251 and 228 of the DGCL.
3. The surviving corporation in the Merger is Quovadx, which will continue its existence as said surviving corporation (the "Surviving Corporation") under the name Rogue Wave Software, Inc. upon the effective time and date of the Merger pursuant to the provisions of the DGCL.
4. The Merger shall be effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

5. The Certificate of Incorporation of the Surviving Corporation is hereby amended and restated in its entirety as shown on Exhibit A attached hereto.

6. The executed Merger Agreement is on file at an office of the Surviving Corporation, the address of which is as follows:

Rogue Wave Software, Inc.
c/o Battery Ventures VII, L.P.
Reservoir Woods
930 Winter Street, Suite 2500
Waltham, MA 02451

7. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request, and without cost, to any stockholder of each of the aforesaid constituent corporations.

Witness my hand and
at Corporate
City of
this 1st day of
1997.

IN WITNESS WHEREOF, the constituent corporations have caused this certificate to be executed on this 18th day of July, 2007.

QUOVADX, INC.

By: /s/ Harvey A. Wagner
Harvey A. Wagner
President and Chief Executive Officer

QUARTZITE ACQUISITION SUB, INC.

By: /s/ R. David Tabors
R. David Tabors
President

EXHIBIT A

Amended and Restated Certificate of Incorporation
(See Attached)

THE COMPANY
OF THE STATE OF
NEW YORK
INCORPORATED
ON THE 15TH DAY OF
MAY 1988

AMENDED AND RESTATED CERTIFICATE OF INCORPORATION

OF

ROGUE WAVE SOFTWARE, INC. (f/k/a QUOVADX, INC.)

FIRST. The name of the Corporation is Rogue Wave Software, Inc.

SECOND. The address of the Corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle. The name of the Corporation's registered agent at such address is Corporation Service Company.

THIRD. To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware, and to have and exercise all of the powers conferred by the laws of the State of Delaware upon corporations incorporated or organized under such Law.

FOURTH. The total number of shares of capital stock which the Corporation has authority to issue is 3,000 shares, all of which shall be Common Stock, par value \$0.001 per share.

FIFTH. In furtherance and not in limitation of powers conferred by statute, it is further provided:

(a) Election of directors need not be by ballot, unless so provided in the By-laws of the Corporation.

(b) The Board of Directors is expressly authorized to adopt, alter, amend, or repeal the By-laws of the Corporation.

SIXTH. No director shall be personally liable to the Corporation or any stockholder for monetary damages for breach of fiduciary duty as a director, except to the extent that exculpation from liability is not permitted under the General Corporation Law of the State of Delaware as in effect when such breach occurred. Neither the amendment nor repeal of this Article SIXTH nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article SIXTH shall reduce, eliminate or adversely affect the effect of this Article SIXTH in respect of any matter occurring, or any cause of action, suit or claim that, but for this Article SIXTH, would accrue or arise, prior to the effectiveness of such amendment, repeal or adoption.

SEVENTH. 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 on stockholders herein are granted subject to this reservation.