

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/28/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
STANPak Systems, Inc.		09/28/2007	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA

Name:	Prophet 21 (New Jersey), Inc.
Street Address:	7683 Southfront Road
City:	Livermore
State/Country:	CALIFORNIA
Postal Code:	94551
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	78037584	STANPAK

CORRESPONDENCE DATA

Fax Number: (303)863-0223
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 303-863-9700
 Email: mtrudell@sheridanross.com
 Correspondent Name: Miriam D. Trudell
 Address Line 1: 1560 Broadway, Suite 1200
 Address Line 2: Sheridan Ross P.C.
 Address Line 4: Denver, COLORADO 80202

ATTORNEY DOCKET NUMBER:	5842
NAME OF SUBMITTER:	Miriam D. Trudell

CH \$40.00 78037584

Signature:

/miriam trudell/

Date:

11/12/2007

Total Attachments: 5

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New Jersey Division of Revenue
Certificate of Merger/Consolidation
(Profit Corporations)

This form may be used to record the merger or consolidation of a corporation with or into another business entity or entities, pursuant to N.J.S.A. 14A. Applicants must insure strict compliance with the requirements of State law and insure that all filing requirements are met. This form is intended to simplify filing with the State Treasurer. Applicants are advised to seek out private legal advice before submitting filings to the Department of the Treasury, Division of Revenue's office.

1. Type of Filing (check one): [X] Merger [] Consolidation

2. Name of Surviving Business Entity: Prophet 21 (New Jersey), Inc.

3. Name(s)/Jurisdiction(s) of All Participating Business Entities including Surviving Entity:

Table with 3 columns: Name, Jurisdiction, Identification # Assigned by Treasurer (if applicable). Rows include Prophet 21 (New Jersey), Inc. and STANPak Systems, Inc.

4 Date Merger/Consolidation adopted: September 26, 2007

5 Voting: (all corporations involved; attach additional sheets if necessary)

-a Corp Name Prophet 21 (New Jersey), Inc. Outstanding Shares 550
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For [] Voting Against [] : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) [X]

-b Corp Name STANPak Systems, Inc. Outstanding Shares 300
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For [] Voting Against [] : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) [X]

-c Corp Name Outstanding Shares
If applicable, set forth the number and designation of any class or series of shares entitled to vote.

Voting For [] Voting Against [] : OR

Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check) []

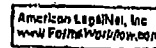
6. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer: N/A)

The surviving business entity agrees that it may be served with process in this State in any action, suit or proceeding for the enforcement of any obligation of any domestic or foreign corporation, previously amenable to suit in this State, which is a party to this merger/consolidation, and in any proceeding for the enforcement of the rights of a dissenting shareholder of such domestic corporation against the surviving corporation.

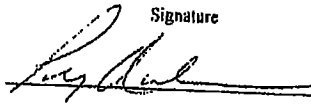

The Treasurer is hereby appointed as agent to accept service of process in any such action, suit, or proceeding which shall be forwarded to the surviving business entity at the Service of Process address stated above.

The Surviving Business Entity also agrees that it will promptly pay to the dissenting shareholders of any such domestic corporation the amount, if any, to which they may be entitled under the provisions of Title 14A.

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7. Effective Date (see inst.): The Effective Date shall be the filing date of this Certificate of Merger

Signature	Name	Title	Date
	Pervez Qureshi, President	President of Prophet 21 (New Jersey), Inc.	September 24, 2007
	Pervez Qureshi, President	President of STANPak Systems, Inc.	September 24, 2007

**Remember to attach: 1) the plan of merger or consolidation; and 2) if the surviving or resulting business is not a registered or authorized domestic or foreign corporation, a Tax Clearance Certificate for each participating corporation.

NJ Division of Revenue, PO Box 308, Trenton NJ 08646

DF
PC

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

FORM MUST BE TYPED

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Articles of Merger Involving Domestic Corporations, Foreign Corporations or Foreign Other Entities (General Laws Chapter 156D, Section 11.06; 950 CMR 113.37)

Exact name, jurisdiction and date of organization of each party to the merger:

(1) EXACT NAME	(2) JURISDICTION	DATE OF ORGANIZATION
STANPak Systems, Inc.	Massachusetts	December 21, 1979
Prophet 21 (New Jersey), Inc.	New Jersey	July 23, 1974

(3) The foreign corporation or other entity is is not* authorized to conduct business in the Commonwealth.

(4) Exact name of the surviving entity: Prophet 21 (New Jersey), Inc.

(5) Jurisdiction under the laws of which the surviving entity will be organized: New Jersey

(6) The merger shall be effective at the time and on the date approved by the Division, unless a later effective date not more than 90 days from the date and time of filing is specified: _____

(7-8) For each domestic corporation that is a party to the merger:**

(check appropriate box)

The plan of merger was duly approved by the shareholders, and where required, by each separate voting group as provided by G.L. Chapter 156D and the articles of organization.

OR

The plan of merger did not require the approval of the shareholders.

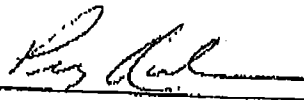
(9) Participation of each other domestic entity, foreign corporation, or foreign other entity was duly authorized by the law under which the other entity or foreign corporation is organized and by its organizational documents.

(10) Attach any amendment to articles of organization of the surviving entity, where the survivor is a domestic business corporation. N/A

(11) Attach the articles of organization of the surviving entity, where the survivor is a NEW domestic business corporation, including all the supplemental information required by 950 CMR 113.16. N/A

(12) State the executive office address of the surviving foreign other entity if such information is not on the public record in the foreign jurisdiction: 7683 Southfront Road, Livermore, CA 94551


(number, street, city or town, state, zip code)

Signed by: 
(signature of authorized individual)

Pervez Qureshi, President, on behalf of STANPak Systems, Inc.

- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary.

on this 26th day of September, 2007

Signed by: 
(signature of authorized individual)

Pervez Qureshi

Pervez Qureshi, President, on behalf of Prophet 21 (New Jersey), Inc.

- Chairman of the board of directors,
- President,
- Other officer,
- Court-appointed fiduciary.

on this 26th day of September, 2007

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American LegalNet, Inc.
www.USCourtForms.com