

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
UGS Corp., a Delaware corporation	FORMERLY Unigraphics Solutions Inc.	08/15/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Siemens Product Lifecycle Management Software Inc., a Delaware corporation		
Street Address:	5800 Granite Parkway, Suite 600		
City:	Plano		
State/Country:	TEXAS		
Postal Code:	75024		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1410312	SHERPA	
CORRESPONDENCE DATA			
Fax Number:	(972)987-3378		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(972) 987-3211		
Email:	x-cannon@ugs.com		
Correspondent Name:	Allen Scott Lineberry		
Address Line 1:	5800 Granite Parkway, Suite 600		
Address Line 4:	Plano, TEXAS 75024		
ATTORNEY DOCKET NUMBER:	SHERPA - ASSIGNMENT FEE		
NAME OF SUBMITTER:	Allen Scott Lineberry		
Signature:	/asl/		
Date:	01/29/2008		

CH \$40.00 1410312

Total Attachments: 2

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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 RESTATED CERTIFICATE OF "UGS CORP.", CHANGING ITS NAME FROM "UGS CORP." TO "SIEMENS PRODUCT LIFECYCLE MANAGEMENT SOFTWARE INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF AUGUST, A.D. 2007, AT 2:36 O'CLOCK P.M.

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

2795136 8100
070964588



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5965673

DATE: 08-30-07

TRADEMARK
REEL: 003706 FRAME: 0739

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
UGS CORP.

UGS Corp. (the "Corporation"), a corporation organized and existing under the General Corporate Law of the State of Delaware, filed an original Certificate of Incorporation on October 2, 1997 under the name of Unigraphics Solutions Inc. The Certificate of Incorporation and all amendments thereto are hereby amended and restated in their entirety to read as follows:

FIRST: The name of the corporation is Siemens Product Lifecycle Management Software Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, County of New Castle. The name of the registered agent of the corporation at such address is Corporation Service Company.

THIRD: 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 the State of Delaware.

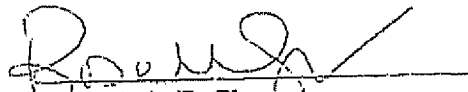
FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 3,000 share of Common Stock, par value \$0.01 per share.

FIFTH: That the capital of said Corporation shall not be reduced under or by reason of said amendment.

SIXTH: This Amended and Restated Certificate of Incorporation has been duly adopted by the Board of Directors and the sole stockholder of the Corporation in accordance with the provisions of Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by a duly authorized officer on August 15, 2007.

UGS CORP.


Rose Marie E. Glazer,
General Counsel and Secretary