

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/23/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Prelude Systems, Inc.		09/23/2008	CORPORATION: TEXAS

RECEIVING PARTY DATA

Name:	Activant Wholesale Distribution Solutions Inc.
Street Address:	7683 Southfront Road
City:	Livermore
State/Country:	CALIFORNIA
Postal Code:	94551
Entity Type:	CORPORATION: NEW JERSEY

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	2703003	PRELUDE SYSTEMS
Registration Number:	2181654	NEXT LOGICAL STEP
Registration Number:	2767454	CONSORTIA
Registration Number:	1884657	ADVANCED DISTRIBUTION SYSTEM

CORRESPONDENCE DATA

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

ATTORNEY DOCKET NUMBER:	5842-33, -67, -20, -79-1
NAME OF SUBMITTER:	Miriam Trudell

CH \$115.00 2703003

Signature:

/miriam trudell/

Date:

10/17/2008

Total Attachments: 6

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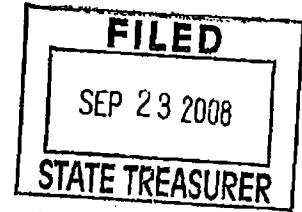
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New Jersey Division of Revenue
Certificate of Merger/Consolidation
(Profit Corporations)

This form may be used to record the merger or consolidation of a corporation with or into another business entity or entities, pursuant to NISA 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): Merger Consolidation
 2. Name of Surviving Business Entity:

Activant Wholesale Distribution Solutions Inc.

3. Name(s)/Jurisdiction(s) of All Participating Business Entities including Surviving Entity: Identification # Assigned by Treasurer (If applicable)
- | Name | Jurisdiction | Identification # Assigned by Treasurer (If applicable) |
|---|-------------------|--|
| Activant Wholesale Distribution Solutions Inc. | New Jersey | |
| Prelude Systems, Inc. | Texas | |

4. Date Merger/Consolidation adopted: **September, 2008**

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

- a Corp. Name **Activant Wholesale Distribution Solutions Inc.** Outstanding Shares **550**
 If applicable, set forth the number and designation of any class or series of shares entitled to vote.
Shareholder consent is not required pursuant to Section 14A:10-3(4) of NJSA

Voting For _____ Voting Against _____ ; OR
 Merger/consolidation plan was adopted by the unanimous written consent of the shareholders without a meeting (check)

- b Corp. Name **Prelude Systems, Inc.** Outstanding Shares **2,707,000**
 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)

- 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)


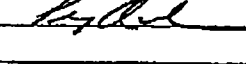
6. Service of Process Address (For use if the surviving business entity is not authorized or registered by the State Treasurer:

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.

7. Effective Date (see inst.): _____

Signature	Name	Title	Date
	Pervez Qureshi	President of Andrew Worldwide Distribution Systems Inc.	09/22/08
	Pervez Qureshi	President of Prelude Systems, Inc.	09/22/08
_____	_____	_____	_____
_____	_____	_____	_____

**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

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

CERTIFICATE OF MERGER

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument merging

PRELUDE SYSTEMS, INC.
Domestic For-Profit Corporation
[File Number: 56458000]

Into

Activant Wholesale Distribution Solutions Inc.
Foreign For-Profit Corporation
New Jersey, USA
[File Number: 6905506]

has been received in this office and has been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by the virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the merger on the date shown below.

Dated: 09/23/2008

Effective: 09/23/2008



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Phone: (512) 463-5555
Prepared by: Lisa Sartin

Come visit us on the internet at <http://www.sos.state.tx.us/>

Fax: (512) 463-5709
TID: 10343

Dial: 7-1-1 for Relay Services
Document: 230547770002

TRADEMARK
REEL: 003872 FRAME: 0402

FILED
In the Office of the
Secretary of State of Texas
SEP 23 2008

**ARTICLES OF MERGER
OF**

PRELUDE SYSTEMS, INC.
(a Texas corporation)

Corporations Section

WITH AND INTO

ACTIVANT WHOLESALE DISTRIBUTION SOLUTIONS INC.
(a New Jersey corporation)

Pursuant to the provisions of Article 5.04 of the Texas Business Corporation Act, as amended (the "TBCA"), the undersigned corporations certify the following articles of merger adopted for the purpose of effecting a merger in accordance with the provisions of Part Five of the TBCA.

1. The name of each corporation that is a party to the Agreement and Plan of Merger dated September 21, 2008 (the "Plan of Merger"), and the laws under which such corporation is organized are as follows:

<u>Name</u>	<u>State of Incorporation</u>	<u>Organizational Form</u>
Prelude Systems, Inc.	Texas (TBOC)	Corporation
Activant Wholesale Distribution Solutions Inc.	New Jersey	Corporation

2. No new entity or other organization is created by the Plan of Merger.

3. The Plan of Merger was approved and adopted in accordance with the provisions of Article 5.03 of the TBCA providing for the merger of Prelude Systems, Inc., a Texas corporation ("Target"), with and into Activant Wholesale Distribution Solutions Inc., a New Jersey corporation ("AWDS"), and resulting in AWDS being the surviving corporation in the merger (the "Surviving Corporation").

4. The certificate of incorporation of AWDS shall be the certificate of incorporation of the Surviving Corporation.

5. An executed copy of the Plan of Merger is on file at the principal place of business of the Surviving Corporation. The Surviving Corporation's principal place of business is located at 7683 Southfront Road, Livermore, California 94551. A copy of the Plan of Merger will be furnished by the Surviving Corporation to any shareholder of each corporation that is a party to the Plan of Merger upon written request and without cost.

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6. As to the Target, the approval of whose shareholders is required, the number of outstanding shares of each class or series of stock of the Target entitled to vote, with other shares or as a class or series, on the Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Class or Series</u>	<u>Number of Shares Outstanding</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>
Prelude Systems, Inc.	Common Stock	2,707,000	N/A

7. The Plan of Merger was submitted to the shareholders of the Target, the approval of whose shareholders is required, pursuant to Section 5.03 of the TBCA. Under the Articles of Incorporation of Target, the affirmative vote of a simple majority of Target's shareholders may approve the Plan of Merger. The number of shares voted in favor of the Plan of Merger by the shareholders of the Target was sufficient for approval. The numbers of shares of the Target entitled to vote that voted for and against the Plan of Merger are as follows:

<u>Name of Corporation</u>	<u>Total Voted For</u>	<u>Total Voted Against</u>	<u>Class or Series</u>	<u>Number of Shares Entitled to Vote as a Class or Series</u>	
				<u>Voted For</u>	<u>Voted Against</u>
Prelude Systems, Inc. (Texas)	2,707,000	0	Common Stock	N/A	N/A

8. As to the Surviving Corporation, the approval of the Plan of Merger and performance of its terms were duly authorized by all action required by the laws under which it was incorporated or organized and by its constituent documents.

9. The Surviving Corporation shall be responsible for the timely payment of all fees and franchise taxes, if any of the Target and obligated to pay such fees and franchise taxes if the same are not timely paid.

Executed as of September 23, 2008.

ACTIVANT WHOLESALE DISTRIBUTION
SOLUTIONS INC.
a New Jersey corporation

By: 

Pervez Qureshi
President

PRELUDE SYSTEMS, INC.
a Texas corporation

By: 

Pervez Qureshi
President

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