

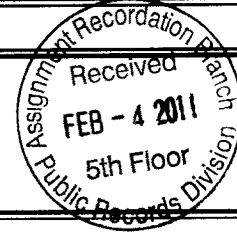
TO: HAMID PIROOZI COMPANY

02/04/2011

Re 2/4/11



103617056

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																														
NATURE OF CONVEYANCE:	CHANGE OF NAME																														
CONVEYING PARTY DATA Conveying party (Consona ERP, INC.) was domiciled in the State of Indiana																															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Consona ERP, INC.</td> <td></td> <td>12/31/2010</td> <td>INC. ASSOCIATION:</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Consona ERP, INC.		12/31/2010	INC. ASSOCIATION:																				
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Consona ERP, INC.		12/31/2010	INC. ASSOCIATION:																												
RECEIVING PARTY DATA Receiving party (Consona Corporation) is domiciled in the State of Indiana																															
<table border="1"> <tr> <td>Name:</td> <td colspan="3">Consona Corporation</td> </tr> <tr> <td>Street Address:</td> <td colspan="3">450 E 98TH ST</td> </tr> <tr> <td>Internal Address:</td> <td colspan="3">suite 300</td> </tr> <tr> <td>City:</td> <td colspan="3">Indianapolis</td> </tr> <tr> <td>State/Country:</td> <td colspan="3">INDIANA</td> </tr> <tr> <td>Postal Code:</td> <td colspan="3">46282</td> </tr> <tr> <td>Entity Type:</td> <td colspan="3">CORPORATION: <i>Indiana</i></td> </tr> </table>				Name:	Consona Corporation			Street Address:	450 E 98TH ST			Internal Address:	suite 300			City:	Indianapolis			State/Country:	INDIANA			Postal Code:	46282			Entity Type:	CORPORATION: <i>Indiana</i>		
Name:	Consona Corporation																														
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Internal Address:	suite 300																														
City:	Indianapolis																														
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Entity Type:	CORPORATION: <i>Indiana</i>																														
PROPERTY NUMBERS Total: 8																															
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CORRESPONDENCE DATA																															
Fax Number:	(317)592-4638																														
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>																														
Phone:	3172365879																														
Email:	ipdocket@icemiller.com																														
Correspondent Name:	Hamid Piroozi																														

OP S215.00 85182116

TRADEMARK
REEL: 004474 FRAME: 0486

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

Address Line 1:	One American Square
Address Line 2:	Suite 2900
Address Line 4:	Indianapolis, INDIANA 46282
ATTORNEY DOCKET NUMBER:	12178.0005
NAME OF SUBMITTER:	Hamid Piroozi
Signature:	/Hamid Piroozi/
Date:	01/10/2011
Total Attachments: 7 source=Indiana 2#page1.tif source=Indiana 2#page2.tif source=Indiana 2#page3.tif source=Indiana 2#page4.tif source=Indiana 2#page5.tif source=Indiana 2#page6.tif source=Indiana 2#page7.tif	

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

**State of Indiana
Office of the Secretary of State**

CERTIFICATE OF MERGER

of

CONSONA ERP, INC.

I, TODD ROKITA, Secretary of State of Indiana, hereby certify that Articles of Merger of the above For-Profit Domestic Corporation have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Corporation Law.

The following non-surviving entity(s):

CIMNET SYSTEMS, INC.

a(n) Illinois For-Profit Foreign Corporation qualified in Indiana

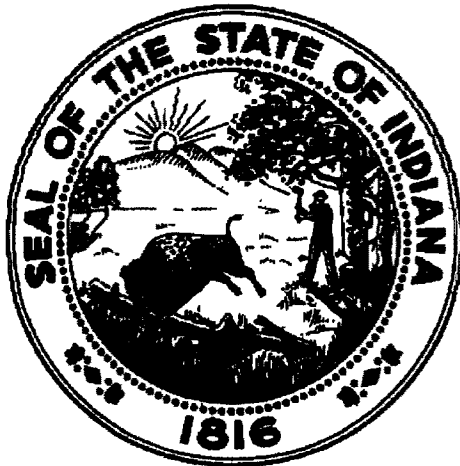
merged with and into the surviving entity:

CONSONA ERP, INC.

The name following said transaction will be:

CONSONA CORPORATION

NOW, THEREFORE, with this document I certify that said transaction will become effective Friday, December 31, 2010.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, December 29, 2010.

A handwritten signature in black ink that reads "Todd Rokita".

TODD ROKITA,
SECRETARY OF STATE

198601-790 / 2010123057986

**TRADEMARK
REEL: 004474 FRAME: 0488**

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE



ARTICLES OF MERGER

State Form 30036 (R5 / 2-97)

Approved by State Board of Accounts, 1995

APPROVED AND FILED

Handwritten signature of Todd Rosta

SECRETARY OF STATE

TODD ROSTA
SECRETARY OF STATE
CORPORATIONS DIVISION
302 W. Washington Street, Rm. E016
Indianapolis, IN 46204
Telephone: (317) 232-6576

Indiana Code 23-1-40-1 et. seq

FILING FEE: \$90.00

INSTRUCTIONS: Use 8 1/2" x 11" white paper for inserts.
Present original and two (2) copies to address in upper right corner of this form
Please TYPE or PRINT
Upon completion of filing the Secretary of State will issue a receipt

ARTICLES OF MERGER / SHARE EXCHANGE
OF

Compiere, Inc.; Capri Corp ; and Cimnet Systems, Inc.
(hereinafter "the nonsurviving corporation(s)")

INTO

Consona ERP, Inc.
(hereinafter "the surviving corporation")

ARTICLE I - SURVIVING CORPORATION

The name of the corporation surviving the merger is Consona Corporation
and such name has has not *(designate which)* been changed as a result of the merger.

a. The surviving corporation is a domestic corporation existing pursuant to the provisions of the Indiana Business Corporation Law incorporated on January 22, 1986

b. The surviving corporation is a foreign corporation incorporated under the laws of the State of _____ and qualified not qualified *(designate which)* to do business in Indiana.
If the surviving corporation is qualified to do business in Indiana, state the date of qualification. _____
(If Application for Certificate of Authority is filed concurrently herewith state "Upon approval of Application for Certificate of Authority".)

ARTICLE II - NONSURVIVING CORPORATION (S)

The name, state of incorporation, and date of incorporation or qualification *(if applicable)* respectively, of each Indiana domestic corporation and Indiana qualified foreign corporation, other than the survivor, which is party to the merger are as follows:

Name of Corporation <u>Compiere, Inc</u>	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>
State of Domicile <u>Delaware</u>	
Name of Corporation <u>Capri Corp.</u>	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>
State of Domicile <u>Minnesota</u>	
Name of Corporation <u>Cimnet Systems, Inc.</u>	Date of Incorporation or qualification in Indiana <i>(if applicable)</i>
State of Domicile <u>Illinois</u>	

ARTICLE III - PLAN OF MERGER OR SHARE EXCHANGE

The Plan of Merger or Share Exchange, containing such information as required by Indiana Code 23-1-40-1(b), is set forth in "Exhibit A", attached hereto and made a part hereof.

HM024 - 7/19/05 CT System Only

RECORDED
10 DEC 29 AM 11:25
CORPORATIONS

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

ARTICLE IV - MANNER OF ADOPTION AND VOTE OF SURVIVING CORPORATION (Must complete Section 1 or 2)

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

A. Unanimous written consent executed on December 28, 2010 and signed by all shareholders entitled to vote.
 B. Vote of shareholders during a meeting called by the Board of Directors.

	TOTAL	A	B	C
DESIGNATION OF EACH VOTING GROUP (i.e. preferred and common)				
NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				

ARTICLE V - MANNER OF ADOPTION AND VOTE OF NONSURVIVING CORPORATION (Must complete Section 1 or 2)

Shareholder vote not required.

The merger / share exchange was adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

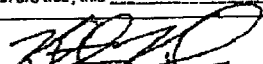
Vote of shareholders (Select either A or B)

The designation (i.e., common, preferred or any classification where different classes of stock exist), number of outstanding shares, number of votes entitled to be cast by each voting group entitled to vote separately on the merger / share exchange and the number of votes of each voting group represented at the meeting is set forth below:

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NUMBER OF OUTSTANDING SHARES				
NUMBER OF VOTES ENTITLED TO BE CAST				
NUMBER OF VOTES REPRESENTED AT MEETING				
SHARES VOTED IN FAVOR				
SHARES VOTED AGAINST				

In Witness Whereof, the undersigned being the Vice President of the surviving corporation executes these Articles of Merger / Share Exchange and verifies, subject to penalties of perjury that the statements contained herein are true, this 28 day of December, 2010

Signature:  Printed name: Katherine Kinder

IN024 - 2 0903 C T System Online

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

AGREEMENT AND PLAN OF MERGER

This AGREEMENT AND PLAN OF MERGER (this "Agreement") is entered into as of the 28th day of December, 2010 among **Consona ERP, Inc.**, an Indiana corporation ("Consona ERP"), and its wholly owned subsidiaries: **Compiere, Inc.**, a Delaware corporation ("Compiere"), **Capri Corp.**, a Minnesota corporation ("Capri"), and **Cinnet Systems, Inc.**, an Illinois corporation ("Cinnet"), and together with Compiere and Capri, the "Subsidiaries". Consona ERP and the Subsidiaries are sometimes referred to as the "Constituent Companies." Consona ERP, as the surviving entity in the Mergers (as defined below), is hereinafter also sometimes referred to as the "Surviving Corporation".

WITNESSETH:

WHEREAS, Subsidiaries are each wholly owned subsidiaries of Consona ERP; and

WHEREAS, Consona ERP and the Subsidiaries deem it advisable and generally to the welfare of Consona ERP and the Subsidiaries, respectively, that each of the Subsidiaries be merged with and into the Surviving Corporation under the terms and conditions hereinafter set forth, such mergers to be effected pursuant to the Indiana Business Corporation Law, the Delaware General Corporation Law, the Washington Business Corporation Act and the Illinois Business Corporation Act, respectively.

NOW, THEREFORE, the Constituent Companies parties to this Agreement, in consideration of the mutual covenants, agreements and provisions hereinafter contained, do hereby prescribe the terms and conditions of such merger and mode of carrying the same into effect as follows:

FIRST: The Subsidiaries hereby agree to merge (the "Mergers") with and into Consona ERP, with Consona ERP being the surviving entity in the Mergers. The separate existence of the Subsidiaries shall cease at the Effective Time of the Mergers in accordance with applicable law, and Consona ERP shall continue in existence as the surviving entity, and, without other transfer or assumption, succeed to and possess all the estate, properties, rights, privileges, immunities and franchises of the Subsidiaries in accordance with applicable law.

SECOND: The Certificate of Incorporation of Consona ERP, as in effect on the date of the Mergers provided for in this Agreement, shall continue in full force and effect as the certificate of incorporation of the Surviving Corporation until the same shall be altered, amended or repealed as provided therein or in accordance with applicable law.

THIRD: The terms and conditions of the Mergers are as follows:

(a) At the Effective Date, all of the authorized capital stock of each Subsidiary outstanding immediately prior to the applicable Merger and all rights in respect thereof, shall forthwith cease to exist and shall be cancelled, and the authorized capital stock of the Surviving

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

Corporation immediately prior to the Mergers shall continue to be outstanding and shall not be changed, but shall remain the same as immediately before the Mergers.

(b) The By-laws of Consona ERP as they shall exist at the Effective Time of the Mergers shall be and remain the By-laws of the Surviving Corporation until the same shall be altered, amended and repealed as therein provided or in accordance with law.

(c) The directors of Consona ERP at the Effective Time of the Mergers shall remain the directors of the Surviving Corporation, each to continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

(d) The officers of Consona ERP at the Effective Time of the Mergers shall remain the officers of the Surviving Corporation, each to continue in office until the next annual meeting of directors and until their successors shall have been elected and qualified.

(e) At and after the Effective Time of the Mergers, the Surviving Corporation shall succeed to and possess, without further act or deed, all the rights, privileges, obligations, powers and franchises, both public and private, and all of the property, real, personal and mixed, of each of the Subsidiaries; all debts due to each of the Subsidiaries on whatever account, as well as for stock subscriptions, shall be vested in the Surviving Corporation; all claims, demands, property, rights, privileges, powers and franchises and every other interest of either of the Subsidiaries shall be as effectively the property of the Surviving Corporation as they were of any of the respective Subsidiaries; the title to any real estate vested by deed or otherwise in any of the Subsidiaries shall not revert or be in any way impaired by reason of the Mergers, but shall be vested in the Surviving Corporation; all rights of creditors and all liens upon any property of any of the Subsidiaries shall be preserved unimpaired; all debts, liabilities and duties of the respective Subsidiaries shall thenceforth attach to the Surviving Corporation and may be enforced against it to the same extent as if such debts, liabilities and duties had been incurred or contracted by it; and the Surviving Corporation shall indemnify and hold harmless the officers and directors and managers, as applicable, of each of the Subsidiaries against all such debts, liabilities and duties and against all claims and demands arising out of the Mergers.

(f) As and when requested by the Surviving Corporation or by its successors or assigns, the Subsidiaries will execute and deliver or cause to be executed and delivered all such deeds and instruments and will take or cause to be taken all such further action as the Surviving Corporation may deem necessary or desirable in order to vest in and confirm to the Surviving Corporation title to and possession of any property of any of the Subsidiaries acquired by the Surviving Corporation by reason or as a result of the Mergers herein provided for and otherwise to carry out the intent and purposes hereof, and the officers and directors of the Subsidiaries and the officers and directors of the Surviving Corporation are fully authorized in the name of the Subsidiaries or otherwise to take any and all such action.

(g) For all purposes, the Mergers shall be deemed to occur in the following order (i) first, Compiere will merge with and into Consona ERP, such that Consona ERP is the surviving corporation; (ii) next, Capri will merge with and into Consona ERP, such that Consona

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

ERP is the surviving corporation; and (iii) lastly, Ciment will merge with and into Consona ERP, such that Consona ERP is the surviving corporation.

(h) This Agreement shall be submitted to the stockholders of the Subsidiaries and the stockholders of the Surviving Corporation as and to the extent required by applicable law. The Mergers shall take effect as of 11:59 pm on December 31, 2010 (the "Effective Time").

(i) All acts, plans, policies, approvals and authorizations of the Subsidiaries, their officers and directors, which were valid and effective immediately prior to the Effective Time of the Mergers, shall be taken for all purposes as the acts, plans, policies, approvals and authorizations of the Surviving Corporation and shall be effective and binding thereon as they were on the Subsidiaries.

(j) From the Effective Time of the Mergers, the officers and directors of the Surviving Corporation are hereby authorized in the name of the entities that were the Subsidiaries to execute, acknowledge and deliver all instruments and do all things as may be necessary or desirable to vest in the Surviving Corporation any property or rights of any of the Subsidiaries or to carry out the purposes of this Agreement.

FOURTH: It is intended that this Agreement and Plan of Merger qualify as a liquidation and reorganization in accordance with Sections 332, 334(b)(1), 368(a)(1)(A) and 337 of the Internal Revenue Code of 1986, as amended.

FIFTH: The matters set forth in this Agreement shall be considered modified to the extent required by the laws of the State of Indiana, the State of Delaware, the State of Minnesota or the State of Illinois so that nothing contained herein shall be construed to be in any way violative of the laws of the State of Indiana, the State of Delaware, the State of Minnesota or the State of Illinois.

[Remainder of Page Intentionally Left Blank]

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

IN WITNESS WHEREOF, the parties to this Agreement, pursuant to the approval and authority duly given by resolutions adopted by their respective Boards of Directors, have caused this Agreement to be executed by each party hereto.

CONSONA ERP, INC.,
an Indiana corporation

By: 
Name: **Katherine Kinder**
Title: **Vice President, Finance & Administration**

COMPIERE, INC.
a Delaware corporation

By: 
Name: **Katherine Kinder**
Title: **Vice President, Finance & Administration**

CAPRI CORP.,
a Minnesota corporation

By: 
Name: **Katherine Kinder**
Title: **Vice President, Finance & Administration**

CIMNET SYSTEMS, INC.
an Illinois corporation

By: 
Name: **Katherine Kinder**
Title: **Vice President, Finance & Administration**

January 28, 2011

VIA CERTIFIED MAIL/RETURN RECEIPT REQUESTED 7010 1060 0002 0914 4777

U.S. Patent and Trademark Office
Mailstop: Assignment Services Branch,
P. O. Box 1450
Alexandria, VA 22313

Re: Recordation of Assignment of Change of Name from Consona ERP, INC.
to Consona Corporation
Our File: 12178.0005

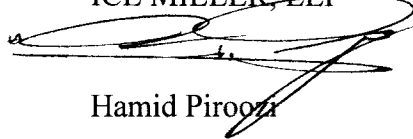
Dear Sir/Madam:

On January 26, 2011 we received a facsimile (hereinafter, "the Facsimile") referencing Document ID No. 900180861 regarding an assignment that was electronically submitted to the electronic filing system for trademarks. In the Facsimile, it was indicated that the submitted assignment coversheet is not acceptable since the "CITIZENSHIP/STATE" of the receiving party must be included in the coversheet. We have included the coversheet/receipt that was included in the Facsimile with appropriate notation indicating the state of domicile of the conveying company (i.e., Consona ERP INC. which was a state of Indiana entity) and the state of domicile of the receiving party (Consona Corporation which is a state of Indiana entity). Please make the appropriate changes.

We believe no fees are due.

Sincerely,

ICE MILLER, LLP



Hamid Piroozi

HRP/tb

Enclosure: Notice of Non-Recordation of Documents
Cover Sheet with appropriate notations
Certificate of Merger (Indiana)

TO: HAMID PIROOZI COMPANY: ONE AMERICAN SQUARE

**UNITED STATES PATENT AND TRADEMARK OFFICE**UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

JANUARY 12, 2011

PTAS

HAMID PIROOZI
ONE AMERICAN SQUARE
SUITE 2900
INDIANAPOLIS, IN 46282***900180861***UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 900180861

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE,
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.
IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE,
YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT
571-272-3350.

1. THE SUBMITTED ASSIGNMENT COVER SHEET IS NOT ACCEPTABLE. THE CITIZENSHIP OF THE RECEIVING PARTY MUST BE INDICATED ON THE COVER SHEET. AS OF JANUARY 16, 2009, TRADEMARK RULE 37 C.F.R. Â§3.31(A) WAS AMENDED TO ADD THE REQUIREMENT THAT THE ASSIGNMENT COVER SHEET MUST INCLUDE THE LEGAL ENTITY TYPE AND NATIONAL CITIZENSHIP (OR STATE OR COUNTRY OF ORGANIZATION) OF EACH PARTY RECEIVING THE ASSIGNMENT INTEREST. AND, IF THE PARTY RECEIVING THE ASSIGNMENT INTEREST IS A DOMESTIC PARTNERSHIP OR DOMESTIC JOINT VENTURE, THE COVER SHEET MUST STATE THE NAMES, LEGAL ENTITY TYPES, AND NATIONAL CITIZENSHIP (OR THE STATE OR COUNTRY OF ORGANIZATION) OF ALL GENERAL PARTNERS OR ACTIVE MEMBERS THAT COMPOSE THE

TO:HAMID PIROOZI COMPANY:ONE AMERICAN SQUARE

PARTNERSHIP OR JOINT VENTURE. 37 C.F.R. Â§3.31(A) (8).

SHARON LATIMER, EXAMINER
ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION