

08-30-1999



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08-23-1999

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Patent & TMO/TM Mail Rcpt Dt. #30

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
4-22-98

Conveying Party

Mark if additional names of conveying parties attached

Name: C-WAY SYSTEMS, INC. Execution Date: April 22, 1998

Formerly: _____

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization: Delaware

Receiving Party

Mark if additional names of receiving parties attached

Name: DATAWORKS ACQUISITION SUB., INC.

DBA/AKATA: _____

Composed of: _____

Address (line 1): 5910 Pacific Center Blvd., Suite 300

Address (line 2): _____

Address (line 3): San Diego CA 92121

Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Corporation Association

Other _____

Citizenship/State of Incorporation/Organization: Delaware

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 001950 FRAME: 0524

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text" value="1,764,190"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

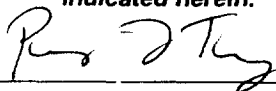
Authorization to charge additional fees:

Yes

No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.



Perry Tarnofsky

8-16-99

Name of Person Signing

Signature

Date Signed

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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:

"C-WAY SYSTEMS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "DATAWORKS ACQUISITION SUB., INC." UNDER THE NAME OF "DATAWORKS ACQUISITION SUB., INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF APRIL, A.D. 1998, AT 4:45 O'CLOCK P.M.

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

2874500 8100M

981153806



A handwritten signature in cursive script that reads "Edward J. Freel".

Edward J. Freel, Secretary of State

9041329

AUTHENTICATION:

04-23-98

DATE:

CERTIFICATE OF MERGER OF**C-WAY SYSTEMS, INC.****INTO****DATAWORKS ACQUISITION SUB., INC.**

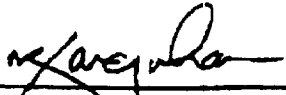
(filed pursuant to Section 251 of the Delaware General Corporation Law)

The undersigned corporations do hereby certify that:

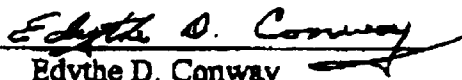
1. The name and state of incorporation of each of the constituent corporations are C-WAY Systems, Inc., a Delaware corporation, and DataWorks Acquisition Sub., Inc., a Delaware corporation.
2. An Agreement and Plan of Merger and Reorganization has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law.
3. The name of the corporation surviving the merger is DataWorks Acquisition Sub., Inc., a Delaware corporation.
4. The Certificate of Incorporation of DataWorks Acquisition Sub., Inc., a Delaware corporation, shall be the Certificate of Incorporation of the surviving corporation.
5. The executed Agreement and Plan of Merger and Reorganization is on file at the executive offices of the surviving corporation. The address of the executive offices of the surviving corporation is DataWorks Acquisition Sub., Inc., 5910 Pacific Center Blvd., Suite 300, San Diego, California 92121, Attention: General Counsel.
6. A copy of the Agreement and Plan of Merger and Reorganization will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of the 22nd day of April, 1998.

DATAWORKS ACQUISITION SUB, INC.

By: 
Norman R. Farquhar
Chief Financial Officer

C-WAY SYSTEMS, INC.

By: 
Edythe D. Conway
Secretary, Treasurer and
Vice President, Administration