

11-08-1999



101194159

ORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

MARKS ONLY

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SIEMENS PYRAMID INFORMATION SYSTEMS, INC.

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation - State of Delaware  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

SIEMENS PYRAMID LLC  
3860 North First Street  
San Jose, California 95134

Individual(s) citizen                
 Association \_\_\_\_\_  
 General Partnership  
 Limited Partnership  
 Corporation- \_\_\_\_\_  
 Other Delaware Limited Liability Company

11-01-1999  
U.S. Patent & TMO/TM Mail Rcpt Dt. #64

Domestic representative is attached:  Yes  No  
Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                               Merger  
 Security Agreement                       Change of Name  
 Other \_\_\_\_\_

Execution Date: September 21, 1998

4. (A.) Trademark Application No.(s)

Additional numbers attached?  Yes  No

4. (B.) Trademark Registration No.(s)

1571632  
1686101  
1851899  
1414063

5. Correspondence should be mailed to:

**VICTOR M. TANNENBAUM  
ABELMAN, FRAYNE & SCHWAB**  
150 East 42nd Street  
New York, New York 10017

6. Total number of applications and registrations involved:..... **4**

7. Total fee (37 CFT 3.41): ..... \$ 115.00  
 Enclosed  
(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)

Authorized to be charged to deposit account  
Deposit account number: 01-0035

(Attach duplicate copy of this page if paying by deposit account)

11/08/1999 MTHA11 00000009 1571632  
01 FC:481 40.00 DP  
02 FC:482 75.00 DP

DO NOT USE THIS SPACE

8. 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.*

VICTOR M. TANNENBAUM                                           11/1/99  
Name of Person Signing                      Signature                      Date

Total number of pages comprising cover sheet, attachments and documents: **4**

State of Delaware  
Office of the Secretary of State

---

PAGE 1

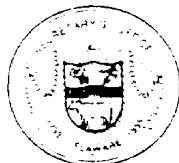
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SIEMENS PYRAMID INFORMATION SYSTEMS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "SIEMENS PYRAMID LLC" UNDER THE NAME OF "SIEMENS PYRAMID LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF SEPTEMBER, A.D. 1998. AT 4:30 O'CLOCK P.M.

2945509 8100M

981500276



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

9494125

AUTHENTICATION:

12-29-98

DATE:

**TRADEMARK**  
**REEL: 001986 FRAME: 0113**

**CERTIFICATE OF MERGER**

**MERGING**

**SIEMENS PYRAMID INFORMATION SYSTEMS, INC.**

**WITH AND INTO**

**SIEMENS PYRAMID LLC**

Siemens Pyramid Information Systems, Inc., a Delaware corporation ("Pyramid Inc."), and Siemens Pyramid LLC, a Delaware limited liability company ("Pyramid LLC"), DO HEREBY CERTIFY AS FOLLOWS:

FIRST: That Pyramid Inc. was originally incorporated on April 7, 1987, pursuant to the General Corporation Law of the State of Delaware (the "General Corporation Law"), and that Pyramid LLC was originally formed on September 17, 1998, pursuant to the Limited Liability Company Act of the State of Delaware (the "Limited Liability Company Act").

SECOND: That an Agreement and Plan of Merger dated as of September 21, 1998 (the "Merger Agreement") between Pyramid Inc. and Pyramid LLC has been approved, adopted, certified, executed and acknowledged by each of Pyramid Inc. and Pyramid LLC in accordance with Section 264 of the General Corporation Law and Section 18-209 of the Limited Liability Company Act.

THIRD: That the name of the surviving entity (the "Surviving Company") shall be Siemens Pyramid LLC, a Delaware limited liability company.

FOURTH: That the Limited Liability Company Agreement shall be the Limited Liability Company Agreement of the Surviving Company.

FIFTH: That an executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Company at the following address:


3860 North First Street  
San Jose, CA 95134

2


SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Company, on request, and without cost, to any stockholder or member of Pyramid Inc. or Pyramid LLC.

IN WITNESS WHEREOF, Pyramid Inc. has caused this Certificate of Merger to be signed by Edward Blechschmidt, its President and CEO, and Pyramid LLC has caused this Certificate of Merger to be signed by Edward Blechschmidt, its President and CEO, each as of this 21st day of September, 1998.

SIEMENS PYRAMID INFORMATION  
SYSTEMS, INC.

By:   
Name: Edward Blechschmidt  
Title: President and CEO

SIEMENS PYRAMID LLC

By:   
Name: Edward Blechschmidt  
Title: President and CEO