

11/7/03

11-13-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)



U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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Tab settings

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

1. Name of conveying party(ies):

Software Productivity Research, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State Massachusetts Other

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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: 1/1/02

2. Name and address of receiving party(ies)

Name: Artemis International Solutions

Internal Corporation

Address:

Street Address: 4041 MacArthur Blvd., Suite 260

City: Newport Beach State: CA Zip: 92660

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,151,413

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Honigman Miller Schwartz and Cohn LLP

Internal Address: Gayle Aiken

Street Address: 2290 First National Building

City: Detroit State: MI Zip: 48226

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

9. 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.

Gayle Aiken

Name of Person Signing

Signature

11/7/03

Date

11/12/2003 ECOOPER 00000143 2151413

Total number of pages including cover sheet, attachments, and document: 3

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40.00 documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002862 FRAME: 0720

#1

CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
SOFTWARE PRODUCTIVITY RESEARCH, INC.
INTO
ARTEMIS INTERNATIONAL SOLUTIONS CORPORATION

ARTEMIS INTERNATIONAL SOLUTIONS CORPORATION, a corporation organized and existing under the laws of the State of Delaware

DOES HEREBY CERTIFY:

FIRST: That this corporation was incorporated on the 17th day of August 1998 pursuant to the General Corporation Law of the State of Delaware.

SECOND: That this corporation owns, directly or indirectly, all of the outstanding shares of the stock of Software Productivity Research, Inc., a corporation incorporated on the 1st day of April 1984, pursuant to the Corporation Law of the Commonwealth of Massachusetts.

THIRD: That this corporation, by the following resolutions of its Board of Directors, duly adopted by unanimous written consent of its members, filed with the minutes of the Board, effective as of the 10th day of December 2001 determined to merge into itself Artemis Acquisition Corporation, Artemis Holdings, Inc., Artemis International Corporation and Software Productivity Research, Inc:

RESOLVED, that the Corporation merge, and it hereby does merge into itself Artemis Acquisition Corporation, Artemis Holdings, Inc., Artemis International Corporation and Software Productivity Research, Inc. and assumes all of their respective obligations; and

FURTHER RESOLVED, that the mergers shall be effective on January 1, 2002; and

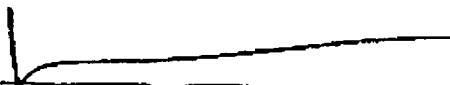
FURTHER RESOLVED, that the proper officer of this corporation be and he or she is hereby directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge said Artemis Acquisition Corporation, Artemis Holdings, Inc., Artemis International Corporation and Software Productivity Research, Inc. into the Corporation and assume their respective liabilities and obligations, and the date of adoption thereof, and to

cause the same to be filed with the Secretary of State and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anywise necessary or proper to effect said mergers.

FOURTH: Anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of the Corporation at any time prior to the time that this merger being filed with the Secretary of State becomes effective.

IN WITNESS WHEREOF, said Artemis International Solutions Corporation has caused this Certificate to be signed by Jeanne M. Murphy, its Secretary, this 28th day of December 2001.

ARTEMIS INTERNATIONAL SOLUTIONS CORPORATION

By 
Jeanne M. Murphy
Secretary