

05-10-2000



FORM PTO-1618A

Expires 6/30/99  
OMB 0651-0027

101351927

U.S. Department of Commerce  
Patent & Trademark Office  
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RECORDATION FORM COVER SHEET  
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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) *3 copies*

Submission Type

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

Conveyance Type

- Assignment  License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
- Change of Name
- Other [ ]

DEC 17 AM 9:01  
DEPT. OF COMMERCE  
EFFECTIVE DATE  
Month Day Year  
December 30, 1999

Conveying Party

Mark if additional names of receiving parties attached

Name Illustra Information Technologies, Inc.

Execution Date  
Month Day Year  
December 30, 1999

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 Informix Software, Inc.

DBA/AKA/TA [ ]

Composed of [ ]

Address (line 1) 4100 Bohannon Drive

Address (line 2) Menlo Park, CA 94025

Address (line 3) [ ]

Individual  General Partnership  Limited Partnership  Corporation  Association

Other [ ]

Citizenship/State of Incorporation/Organization Delaware

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.*)

05/09/2000 DCURTES 00000090 1887024

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Mail documents to be recorded with required cover sheet(s) information to:  
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REEL: 002069 FRAME: 0636

**Domestic Representative Name and Address**

Enter the first Receiving Party Only

Name [ ]

Address (line 1) [ ]

Address (line 2) [ ]

Address (line 3) [ ]

Address (line 4) [ ]

**Correspondence Name and Address**

Area Code and Telephone Number (650) 833-2170

Name Allyn Taylor, Esq.

Address (line 1) Gray Cary Ware & Freidenrich LLP

Address (line 2) 400 Hamilton Avenue

Address (line 3) Palo Alto, CA 94301-1825

Address (line 4) [ ]

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

4

**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)
[ ]   [ ]   [ ]   1887024	[ ]   [ ]
[ ]   [ ]   [ ]   2006639	[ ]   [ ]
[ ]   [ ]   [ ]   1996262	[ ]   [ ]

**Number of Properties**

Enter the total amount of properties involved. 3

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$ 90.00

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: # 07-1907

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 a deposit account are authorized, as indicated herein.*

Allyn Taylor, Esq.

4/14/00

Name of Person Signing

Signature

Date Signed

Office of the Secretary of State

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 OWNERSHIP, WHICH MERGES:

"ILLUSTRA INFORMATION TECHNOLOGIES, INC.", A DELAWARE CORPORATION,

WITH AND INTO "INFORMIX SOFTWARE, INC." UNDER THE NAME OF "INFORMIX SOFTWARE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 9:01 O'CLOCK A.M.

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



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*Edward J. Freel*

Edward J. Freel, Secretary of State

0251688

AUTHENTICATION:

02-10-00

DATE:

TRADEMARK  
REEL: 002069 FRAME: 0638


**CERTIFICATE OF OWNERSHIP**

Jean-Yves F. Dexmier and Gary Lloyd Certify that:

- 1 They are the president and secretary, respectively, of **INFORMIX SOFTWARE, INC.**, a Delaware corporation
- 2 This corporation owns all the outstanding shares of **ILLUSTRATION INFORMATION TECHNOLOGIES, INC.**, a Delaware corporation.
- 3 On December 30, 1999, the board of directors of this corporation duly adopted the resolution attached hereto as Attachment A.

We further declare under penalty of perjury under the laws of the State of Delaware that the matters set forth in this certificate are true and correct of our own knowledge

Dated as of December 30, 1999

  
\_\_\_\_\_  
Jean-Yves F. Dexmier  
President of Informix Software, Inc.

  
\_\_\_\_\_  
Gary Lloyd  
Secretary of Informix Software, Inc.

**RESOLUTION OF THE BOARD OF DIRECTOR  
OF INFORMIX SOFTWARE, INC.**

The undersigned, the sole member of the board of directors of Informix Software, Inc., a Delaware Corporation (the "Corporation"), pursuant to Section 253 of the General Corporation Law of Delaware, hereby consents to, and by this action approves and adopts the following resolutions:

WHEREAS, the Board of Director of the Corporation deems it in the best interests of the Corporation to merge (1) Informix Credit Company, a Delaware corporation, (2) Illustra Information Technologies, Inc. a Delaware corporation; (3) Stanford Technologies Group, Inc., a California corporation; and (4) Centerview Software, Inc., a California corporation, all wholly-owned subsidiaries of the Corporation (the "Subsidiaries"), into the Corporation (Merger), whereby the Corporation will be the surviving corporation;

WHEREAS, immediately prior to the Merger, Informix Corporation, a Delaware corporation, will grant, transfer and convey to the Corporation as a capital contribution all of Informix Corporation's right, title and interest to the Subsidiaries' Common Stock ("Grant") and the Corporation, deeming Grant as in the best interest of the Corporation, will accept such Grant; and

WHEREAS, pursuant to the Merger, the Corporation desires to assume all estate, property, rights, privileges, powers, and franchises of the Subsidiaries.

NOW, THEREFORE, BE IT RESOLVED, that the Corporation shall accept from Informix Corporation as a capital contribution said Grant;

FURTHER RESOLVED, the Merger be, and it hereby is, approved;

FURTHER RESOLVED, that all of the estate, property (including, but not limited to, all intellectual property, including the trademarks of the subsidiaries listed in Exhibits A, B and C attached hereto and made a part hereof), rights, privileges, powers, and franchises of the Subsidiaries be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by the Corporation in its name;

FURTHER RESOLVED, that the officers of the Corporation be, and they each hereby are, authorized, empowered and directed to prepare, execute and file and deliver any and all documents, instruments or agreements as such officers shall deem necessary or desirable to evidence the Corporation's assumption of the Subsidiaries' estate, property rights, privileges, powers and franchises;

**FURTHER RESOLVED**, that upon the effective time of the Merger, each share of the Subsidiaries' Common Stock owned by the Corporation immediately prior to the Merger shall be, upon consummation of the Merger, cancelled;

**FURTHER RESOLVED**, that the appropriate officer or officers of the Corporation be, and each of them hereby is, authorized, empowered and directed to execute and file a Certificate of Ownership and Merger as provided pursuant to Section 253 of the Delaware General Corporation Law and Section 1110 of the California General Corporation Law, and to execute and file with the State of Delaware and California such other documents, instruments and agreements, and to perform any and all other acts that he or they may, in such officers' sole and absolute discretion, deem necessary or desirable to consummate the Merger; and

**FURTHER RESOLVED**, that any one or more of the officers of the Corporation be, and hereby are, authorized, empowered and directed to take all such further action, execute and deliver all such further instruments and documents, in the name and on behalf of the Corporation, and to pay all such fees and expenses which shall in their judgment be necessary, proper or advisable in order to fully carry out the intent and effectuate the purposes of the foregoing resolutions, including the consummation of the Merger.

Executed and effective as of December 30, 1999

  
\_\_\_\_\_  
Jean-Yves F. Dexmier, Director