Electronic Version v1.1 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	12/31/2007	

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Fluent Inc.		12/31/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Ansys, Inc.
Street Address:	275 Technology Drive
City:	Canonsburg
State/Country:	PENNSYLVANIA
Postal Code:	15317
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 15

Property Type	Number	Word Mark		
Registration Number:	2488254	AIRPAK		
Registration Number:	3205674	ENDUCTIVE SOLUTIONS		
Registration Number:	1715242	FLUENT		
Registration Number:	2652397	FLUENT/FLOWLAB		
Registration Number:	2176128	MIXSIM		
Registration Number:	2306906	FIDAP		
Registration Number:	2214548	ICEPAK		
Registration Number:	2255632	POLYFLOW		
Registration Number:	2269853	GAMBIT		
Registration Number:	2696647	G/TURBO		
Registration Number:	2949505	FLOWIZARD		
Registration Number:	2986485	ICEMAX		
Registration Number:	3099387	ICECHIP		
		TRADEMARK		

REEL: 003728 FRAME: 0149

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Registration Number:	3319889	ICEBOARD	
Serial Number:	78676367	ICEWAVE	

CORRESPONDENCE DATA

Fax Number: (412)562-1041

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 412-562-1639

Email: vicki.cremonese@bipc.com

Correspondent Name: Carla J. Vrsansky
Address Line 1: 301 Grant Street

Address Line 2: 20th Floor

Address Line 4: Pittsburgh, PENNSYLVANIA 15219

ATTORNEY DOCKET NUMBER:	0030967-000031
NAME OF SUBMITTER:	Carla J. Vrsansky
Signature:	/Carla J. Vrsansky/
Date:	02/28/2008

Total Attachments: 4

source=ansys-fluent merger#page1.tif source=ansys-fluent merger#page2.tif source=ansys-fluent merger#page3.tif source=ansys-fluent merger#page4.tif



PAGE

The First State

I, HARRIET SMITH WINDSOR, 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:

"FLUENT INC.", A DELAWARE CORPORATION,

WITH AND INTO "ANSYS, INC." UNDER THE NAME OF "ANSYS, INC.",

A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE

OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE

THIRTY-FIRST DAY OF DECEMBER, A.D. 2007, AT 8:42 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2007, AT 11:59 O'CLOCK P.M.

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

2367866 8100M

071375079

You may verify this certificate online at corp.delaware.gov/authver.shtml

Warnet Smith Hindson

Harrlet Smith Windsor, Secretary of State AUTHENTICATION: 6273088

DATE: 12-31-07

State of Delaware Secretary of State Division of Corporations Delivered 08:41 AM 12/31/2007 FILED 08:42 AM 12/31/2007 SRV 071375079 - 2367866 FILE

CERTIFICATE OF MERGER

MERGING

FLUENT INC.
(a Delaware Corporation)

WITH AND INTO

ANSYS, INC.
(a Delaware Corporation)

Pursuant to Section 251(c) of the Delaware General Corporation Law (the "<u>DGCL</u>"), the undersigned corporation organized and existing under and by virtue of the DGCL does hereby certify:

FIRST: That the name and state of each constituent corporation of the merger is as follows:

Name State of Incorporation

ANSYS, Inc. Delaware

Fluent Inc. Delaware

SECOND: That an Agreement and Plan of Merger, dated December 31, 2007 has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the DGCL.

THIRD: That ANSYS, Inc. shall be the surviving corporation of the merger.

FOURTH: That the Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: That the merger is to become effective on December 31, 2007 at 11:59 P.M.

SIXTH: That an executed copy of the Agreement of Merger is on file at 275 Technology Drive, Canonsburg, PA 15317, the place of business of the surviving corporation.

SEVENTH: That a copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

LIBCV3164327-4

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed as of this 31st day of December, 2007.

ANSYS, INC.

Name: James E. Cashman, III
Title: President and Chief Executive Officer

TRADEMARK

REEL: 003728 FRAME: 0153

TRADEMARK	APP. NO.	REG. NO.	FILING DATE	REG. NO.
AIRPAK	75/616,624	2,488,254	1 /7 /1999	9 /11/2001
ENDUCTIVE SOLUTIONS	78/837,896	3,205,674	3 /15/2006	2 /6 /2007
FLUENT	74/204,013	1,715,242	9 /16/1991	9 /15/1992
FLUENT/FLOWLAB	76/022,589	2,652,397	4 /11/2000	11/19/2002
MIXSIM	75/193,017	2,176,128	11/1 /1996	7 /28/1998
FIDAP	75/389,625	2,306,906	11/13/1997	1 /11/2000
ICEPAK	75/389,812	2,214,548	11/13/1997	12/29/1998
POLYFLOW	75/488,536	2,255,632	5 /15/1998	6 /22/1999
GAMBIT	75/422,552	2,269,853	1 /23/1998	8 /10/1999
G/TURBO	78/038,376	2,696,647	12/8 /2000	3 /11/2003
FLOWIZARD	78/096,461	2,949,505	12/4 /2001	5 /10/2005
ICEMAX	78/367,613	2,986,485	2 /13/2004	8 /16/2005
ICECHIP	78/556,662	3,099,387	1 /31/2005	5 /30/2006
ICEBOARD	78/604,586	3.319,889	4 /8 /2005	10/23/2007
ICEWAVE	78/676,367		7 /22/2005	

RECORDED: 02/28/2008