

01-21-2000

FORM PTO-1595



COVER SHEET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

MKD 12-17-99

To the Honorab.

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attached original documents or copy thereof.

1. Name of conveying party(ies): **Printing Technologies Associates, Inc.**
Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies)
Seitex Development Corp.
8 Oak Park Drive
Bedford, MA 01730

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other
Execution Date: **November 4, 1997**


Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):
If this document is being filed together with a new application, the execution date of the application is:
A. Patent Application No.(s) B. Patent No. **5,113,249**
Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: **PROSKAUER ROSE LLP**
Internal Address:
Street Address: **1585 Broadway**
City: **New York** State: **NY** ZIP: **10036**

6. Total number of applications and patents involved: 1
7. Total Fee (37 CFR 3.41)..... \$ 40.00
 Enclosed
 Authorized to be charged to deposit account
8. Deposit account number **16-2500**

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.
Gregg I. Goldman  December 14, 1999
Reg. No. 38,896 Signature Date

1/19/2000 DCOATES 00000082 162500 5113249 Number of pages including cover sheet, attachments, and document: 6

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The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

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055

ARTICLES OF *CONSOLIDATION / *MERGER (General Laws, Chapter 156B, Section 79)

~~*Consolidation~~ / *merger of

§ Scitex Development Corp. and

✓ Printing Technologies Associates, Inc.

the constituent corporations, into

Scitex Development Corp.

~~*any corporation~~ *one of the constituent corporations organized under the laws of: Massachusetts

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~*consolidation~~ / *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 79, and will be kept as provided by Subsection (c) thereof. The ~~resulting~~ / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~*consolidation~~ / *merger determined pursuant to the agreement of ~~*consolidation~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

3. (For a merger)

*The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

None

~~(For a consolidation)~~

(a) The purpose of the *resulting* corporation is to engage in the following business activities:

*Delete the inapplicable words.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated.

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P
M
R.A.

P.C.

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~~(Part of consolidation)~~

(b) State the total number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

(c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

(d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

(e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Item 4 below may be deleted if the resulting /surviving corporation is organized under the laws of a state other than Massachusetts.

4. The information contained in Item 4 is *not a permanent* part of the Articles of Organization of the ~~resulting~~ / surviving corporation.

(a) The street address (*post office boxes are not acceptable*) of the ~~resulting~~ / surviving corporation *in Massachusetts* is:

Scitex Development Corp., c/o Scitex America Corp., 8 Oak Park Drive,
Bedford, MA 01730

**If there are no provisions state "None".

4(b) Continuation Sheet

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
<u>President:</u>	Yoav. Z. Chelouche	53 Lamerchav St., 47226 Ramat Hasharon, Israel	53 Lamerchav St., 47226 Ramat Hasharon, Israel
<u>Treasurer:</u>	Richard H. Klein	1269 Cedar Creek Circle Dayton, OH 45459	1269 Cedar Creek Circle Dayton, OH 45459
<u>Clerk:</u>	Sharon Schmidt	39 Swallow Lane, Dunstable, MA 01827	39 Swallow Lane, Dunstable, MA 01827
<u>Directors:</u>	Yoav Z. Chelouche	See above	See above
	Eyal Desheh	49 Zamir Street, 90805 Mevaseret Zion ISRAEL	49 Zamir Street, 90805 Mevaseret Zion ISRAEL

(b) The name, residential address and post office address of each director and officer of the ~~resulting~~ / *surviving corporation is:

NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	SEE ATTACHMENT	
Treasurer:		
Clerk:		
Directors:		

(c) The fiscal year end (i.e. tax year) of the ~~resulting~~ / *surviving corporation shall end on the last day of the month of December

(d) The name and business address of the resident agent, if any, of the ~~resulting~~ / *surviving corporation is:
Sharon Schmidt, c/o Scitex America Corp., 8 Oak Park Drive, Bedford, MA 01730

Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts.

5. ~~The resulting/surviving corporation hereby agrees that it shall be bound by the laws of Massachusetts and shall be subject to the jurisdiction of the courts of the Commonwealth of Massachusetts for the purpose of enforcing any contract or obligation of any contract entered into by or on behalf of any person in Massachusetts or for the purpose of enforcing any contract or obligation of any contract entered into by or on behalf of any person in Massachusetts and any obligations of any contract entered into by or on behalf of any person in Massachusetts, including the obligations created by General Laws, Chapter 156B, Section 78, as long as any liability or claim concerning the corporation in the Commonwealth of Massachusetts and hereby agrees to support the Secretary of the Commonwealth in its efforts to enforce the provisions of Chapter 156B, Section 78, including any such obligation including those in the same chapter as provided in Chapter 156B.~~

FOR MASSACHUSETTS CORPORATIONS

The undersigned *President / ~~Vice President~~ and *Clerk / ~~Assistant Clerk~~ of Scitex Development Corp., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of ~~consolidation~~ / *merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.

[Signature], *President / ~~Vice President~~
[Signature], *Clerk / ~~Assistant Clerk~~

FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † President and †† Secretary of Printing Technologies Associates, Inc., a corporation organized under the laws of Virginia, further state under the penalties of perjury that the agreement of ~~consolidation~~ / *merger has been duly adopted by such corporation in the manner required by the laws of Virginia.

*Delete the inapplicable words.
†Specify the officer having powers and duties corresponding to those of the president or vice president of a Massachusetts corporation organized under General Laws, Chapter 156B.
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation.

† [Signature]
†† [Signature]

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ~~CONSOLIDATION~~ / *MERGER
(General Laws, Chapter 156B, Section 79)

SECRETARY OF THE COMMONWEALTH
7 NOV -4 PM 3:42
STATE HOUSE

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I hereby approve the within Articles of ~~Consolidation~~ / *Merger and,
the filing fee in the amount of \$ 250-, having been paid,
said articles are deemed to have been filed with me this 4th
day of November, 19 97.

Effective date _____



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Kimberley J. Kaplan-Gross

Testa, Hurwitz & Thibault, LLP

125 High Street
Boston, MA 02110

Telephone: (617) 248-7441