

PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

EPAS ID: PAT3340385

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	OFFICER'S CERTIFICATE
CONVEYING PARTY DATA	
Name	Execution Date
ACTUATE CORPORATION	02/11/2015
RECEIVING PARTY DATA	
Name:	OPEN TEXT CORPORATION
Street Address:	275 FRANK TOMPA DRIVE
City:	WATERLOO
State/Country:	CANADA
Postal Code:	N2L 0A1
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	14595982
CORRESPONDENCE DATA	
Fax Number:	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	5126379220
Email:	DNARVAIZ@SPRINKLELAW.COM
Correspondent Name:	SPRINKLE IP LAW GROUP
Address Line 1:	1301 W. 25TH STREET
Address Line 2:	SUITE 408
Address Line 4:	AUSTIN, TEXAS 78705
ATTORNEY DOCKET NUMBER:	OPEN3230-3
NAME OF SUBMITTER:	KATHARINA W. SCHUSTER
SIGNATURE:	/KATHARINA W. SCHUSTER/
DATE SIGNED:	05/05/2015
Total Attachments: 10	
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OPEN TEXT CORPORATION

OFFICER'S CERTIFICATE

I, the undersigned, being the duly appointed Chief Legal Officer and Corporate Secretary of OPEN TEXT CORPORATION, a validly existing corporation incorporated pursuant to the laws of Canada (the "Corporation"), hereby certify on behalf of the Corporation, having knowledge of the business and affairs of the Corporation solely in my capacity as Chief Legal Officer and Corporate Secretary of the Corporation with respect to the facts stated herein, as of the date hereof, that:

- (1) On January 16, 2015, the Corporation acquired 100% control over Actuate Corporation ("Actuate"), a corporation organized pursuant to the laws of the State of Delaware, USA, and all of its subsidiaries, by way of a merger between Actuate and Asteroid Acquisition Corporation, a corporation organized pursuant to the laws of the State of Delaware, USA, which was a direct, wholly owned subsidiary of the Corporation. Actuate was the surviving corporation upon merger. Attached hereto as Exhibit A is a true copy of the Certificate of Merger between Actuate and Asteroid Acquisition Corporation.
- (2) Attached hereto as Exhibit B is the ultimate ownership structure chart of Actuate and its subsidiaries upon acquisition as of January 16, 2015.
- (3) As a result of the acquisition, the Corporation acquired 100% control of the following subsidiaries of Actuate and all of their assets and liabilities as of January 16, 2015:

Name	Jurisdiction of Incorporation
AMERICAS:	
1. Actuate International Holding Company	US (Delaware)
2. Actuate International Corporation	US (Delaware)
3. Xenos Output Technologies, Inc. (inactive)	US (Delaware)
4. Actuate Canada Corporation	Nova Scotia, Canada
5. Actuate Cayman Ltd.	Cayman Islands
EMEA/APAC:	
6. Actuate (Deutschland) GmbH	Germany
7. Actuate Australia Pte Ltd.	Australia
8. Actuate International Sarl	Switzerland

9. Actuate Japan Company, Ltd.	Japan
10. Actuate Limited	Hong Kong
11. Actuate Pte. Ltd.	Singapore
12. Actuate Pte. Ltd. -- FRANCE Branch	France
13. Actuate Software (Shanghai) Co. Ltd. (in liquidation)	China
14. Actuate Spain, S.L. (formerly Quiterian, S.L.)	Spain
15. Actuate UK Ltd.	United Kingdom
16. legodo AG	Germany
17. Actuate International Corporation -- INDIA Liaison Office	India

CERTIFIED by the undersigned this 11th day of February, 2015.

OPEN TEXT CORPORATION

Per: _____

Gordon A. Davies
Chief Legal Officer and Corporate Secretary

EXHIBIT A

Certificate of Merger between Actuate and Asteroid Acquisition Corporation
effective January 16, 2015

CERTIFICATE OF MERGER
MERCING
ASTEROID ACQUISITION CORPORATION
(a Delaware corporation)
WITH AND INTO
ACTUATE CORPORATION
(a Delaware corporation)

Pursuant to Section 251 of the General
Corporation Law of the State of Delaware

Actuate Corporation, a Delaware corporation (the "Corporation"), which desires to merge with Asteroid Acquisition Corporation, a Delaware corporation ("Merger Sub"), does hereby certify that:

FIRST: The name and state of incorporation of each of the constituent corporations in the merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Asteroid Acquisition Corporation	Delaware
Actuate Corporation	Delaware

SECOND: The Agreement and Plan of Merger (the "Merger Agreement"), dated as of December 5, 2014, by and among the Corporation, Open Text Corporation, a Canadian corporation, and Merger Sub, has been approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 251, including Subsection 251(h) (and, with respect to Merger Sub, by the written consent of its sole stockholder in accordance with Section 228) of the General Corporation Law of the State of Delaware (the "DGCL").

THIRD: The conditions specified in Subsection 251(h) (other than the condition listed in clause (5) of such Subsection) have been satisfied.

FOURTH: The Corporation is the surviving corporation of the merger, and the name of the Surviving Corporation shall be Actuate Corporation, as provided in the Amended and Restated Certificate of Incorporation of the Surviving Corporation attached hereto as Annex A.

FIFTH: The Third Amended and Restated Certificate of Incorporation of the Corporation, as in effect immediately prior to the Effective Time (as defined in Article SIXTH hereof), shall be amended and restated in its entirety to read as set forth in Annex A hereto, and as so amended and restated, shall be the Amended and Restated

Certificate of Incorporation of the Surviving Corporation, until thereafter amended in accordance with its terms and pursuant to the provisions of the DGCL.

SIXTH: The merger shall be effective at the time of filing of this Certificate of Merger with the Secretary of State of the State of Delaware (the "Effective Time").

SEVENTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

c/o Open Text Corporation
275 Frank Tompa Drive, Waterloo,
Ontario, Canada N2L 0A1

EIGHTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed in its corporate name by its duly authorized officer on this 16th day of January, 2015.

ACTUATE CORPORATION

By: _____

~~Name: Gordon Davies
Title: Secretary~~

Annex A
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ACTUATE CORPORATION

ARTICLE ONE

The name of the Corporation is Actuate Corporation (hereinafter, the "Corporation").

ARTICLE TWO

The registered office of the Corporation in the State of Delaware is located at 1209 Orange Street, Wilmington, New Castle County, Delaware 19801, and the name of the registered agent whose office address will be the same as the registered office is The Corporation Trust Company.

ARTICLE THREE

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware (the "Delaware General Corporation Law").

ARTICLE FOUR

The total number of shares of capital stock that the Corporation has authority to issue is 1,000 shares, which will be designated Common Stock, par value \$0.01 per share.

ARTICLE FIVE

Reserved.

ARTICLE SIX

Unless, and except to the extent that, the Bylaws of the Corporation (the "Bylaws") so require, the election of directors need not be by written ballot.

ARTICLE SEVEN

The board of directors of the Corporation (the "Board of Directors") may from time to time adopt, amend or repeal the Bylaws, subject to the power of the stockholders to adopt any Bylaws or to amend or repeal any Bylaws adopted, amended or repealed by the Board of Directors.

ARTICLE EIGHT

A director of the Corporation shall, to the fullest extent permitted by the Delaware General Corporation Law as it now exists or as it may hereafter be amended, not be personally liable to the Corporation or its stockholders for monetary damages for breach of Fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the Delaware General Corporation Law, or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is amended, after approval by the stockholders of this Article 8, to authorize corporation action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation law, as so amended.

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) agents of the Corporation (and any other persons to which Delaware General Corporation Law permits the Corporation to provide indemnification) through bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the Delaware General Corporation Law, subject only to limits created by applicable Delaware General Corporation Law (statutory or non-statutory), with respect to actions for breach of duty to the Corporation, its stockholders, and others.

Any amendment, repeal or modification of this Article 8, or the adoption of any provision of this certificate inconsistent with this Article 8 by the stockholders of the Corporation shall not apply to or adversely affect any right or protection of a director of the Corporation existing at the time of such amendment, repeal, modification or adoption.

ARTICLE NINE

The directors shall have powers without the assent or vote of the stockholders to fix and vary the amount to be reserved for any proper purpose; to authorize and cause to be executed mortgages and liens upon all or any part of the property of the Corporation; to determine the use and disposition of any surplus or net profits; and to fix the times for the declaration and payment of dividends.

ARTICLE TEN

The directors in their discretion may submit any contract or act for approval or ratification at any annual meeting of the stockholders or at any meeting of the stockholders called for the purpose of considering any such act or contract, and any contract or act that shall be approved or be ratified by the vote of the holders of a majority of the stock of the Corporation which is represented in person or by proxy at such meeting and entitled to vote thereat (provided that a lawful quorum of stockholders be there represented in person or by proxy) shall be as valid and as binding upon the Corporation and upon all the stockholders as though it had been

approved or ratified by every stockholder of the Corporation, whether or not the contract or act would otherwise be open to legal attack because of directors' interest, or for any other reason.

ARTICLE ELEVEN

In addition to the powers and authorities hereinbefore or by statute expressly conferred upon them, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation; subject, nevertheless, to the provisions of the statutes of Delaware, of this certificate, and to any bylaws from time to time made by the stockholders; provided, however, that no bylaws so made shall invalidate any prior act of the directors which would have been valid if such bylaw had not been made.

ARTICLE TWELVE

Section 203 of the Delaware General Corporation Law, as amended from time to time, shall not apply to the Corporation.

EXHIBIT B
Ultimate Ownership Structure Chart of Actuate Corporation and its subsidiaries as of January 16, 2015

