

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/11/2003

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
APEX DATA SERVICES, INC.		02/11/2003	CORPORATION: VIRGINIA

**RECEIVING PARTY DATA**

Name:	Apex CoVantage, LLC
Street Address:	198 VAN BUREN STREET
Internal Address:	200 PRESIDENTS PLAZA
City:	HERNDON
State/Country:	VIRGINIA
Postal Code:	20170
Entity Type:	LIMITED LIABILITY COMPANY: VIRGINIA

**PROPERTY NUMBERS Total: 15**

Property Type	Number	Word Mark
Registration Number:	3405409	KNOWLEDGESCRIBE
Registration Number:	3360963	PROQUAL
Registration Number:	3291578	TRUEXML
Serial Number:	77316757	SPIDERBASE
Registration Number:	3355474	SMART<REF>
Registration Number:	3453427	SMARTREF
Registration Number:	3413693	KNOWLEDGESOLUTIONS
Registration Number:	2787881	
Registration Number:	2868106	PROCESSQA
Serial Number:	76676050	APEX COVANTAGE
Registration Number:	2890919	GPO
Registration Number:	2868107	PRODUCTQA

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**900146763**

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Registration Number:	2896743	PROACT
Registration Number:	2741123	IZAAC
Registration Number:	2263465	DATAWORKS

**CORRESPONDENCE DATA**

Fax Number: (703)739-9577  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 703-739-4900  
Email: BTAYLOR@STITES.COM  
Correspondent Name: BREWSTER TAYLOR  
Address Line 1: 1199 NORTH FAIRFAX STREET  
Address Line 2: SUITE 900  
Address Line 4: ALEXANDRIA, VIRGINIA 22314

ATTORNEY DOCKET NUMBER:	2352LT-0002
NAME OF SUBMITTER:	BREWSTER TAYLOR
Signature:	/BT/
Date:	11/03/2009

Total Attachments: 9  
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ARTICLES OF ORGANIZATION OF A  
DOMESTIC LIMITED LIABILITY COMPANY

Pursuant to Chapter 12 of Title 13.1 of the Code of Virginia the undersigned states as follows:

1. The name of the limited liability company is

Apex CoVantage, LLC

(The name must contain the words "limited company" or "limited liability company" or their abbreviations "L.C.", "LC", "L.L.C." or "LLC")

2. A. The registered agent's name is Commonwealth Legal Services Corporation  
whose business office is identical with the registered office.

B. The registered agent is (mark appropriate box)

(1) an INDIVIDUAL who is a resident of Virginia and

a member/manager of the limited liability company

an officer/director of a corporate member/manager of the limited liability company

a general partner of a general or limited partnership member/manager of the limited liability company

a trustee of a trust that is a member of the limited liability company

a member of the Virginia State Bar

OR

(2)  a professional corporation, professional limited liability company or registered limited liability partnership registered with the Virginia State Bar under § 54.1-3902 of the Code of Virginia.

3. The address of the initial registered office in Virginia is

4701 Cox Road Suite 301, Glen Allen, VA 23060

(number/street)

VA

(city or town)

(zip)

located in the  city or  county of Henrico

4. The post office address of the principal office is

120 President's Plaza, 198 Van Buren Street, Herndon, Virginia 20170

5. Signature

  
\_\_\_\_\_

(organizer)

2-7-03  
\_\_\_\_\_

(date)

Jeffrey D. Goldstein

(printed name)

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

February 11, 2003

The State Corporation Commission has found the accompanying articles submitted on behalf of  
**Apex CoVantage, LLC**

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

**CERTIFICATE OF ORGANIZATION**

be issued and admitted to record with the articles of organization in the Office of the Clerk of the  
Commission February 11, 2003.

STATE CORPORATION COMMISSION

By



Commissioner

# ARTICLES OF MERGER

OF

APEX GEOSPATIAL DATA SERVICES, L.L.C. 5054238-3

AND

APEX ePUBLISHING DATA SERVICES, L.L.C. 5054240-9

INTO

APEX COVANTAGE, L.L.C. 5091972

The undersigned limited liability companies, pursuant to Title 13.1, Chapter 12, Article 13 of the Code of Virginia, hereby execute the following Articles of Merger and set forth:

## ARTICLE I

Section 1. Surviving Entity. Apex ePublishing Data Services, L.L.C., and Apex Geospatial Data Services, L.L.C. shall merge into Apex CoVantage, LLC, and the surviving entity upon the completion of the merger pursuant to this Plan of Merger shall be Apex CoVantage, L.L.C., a Virginia limited liability company.

Section 2. Effective Date of Merger. For tax and accounting purposes, the effective date and time of the merger is January 1, 2004.

Section 3. Conversion of Membership Interests. The Membership Interests of the Members of the non-surviving entities shall be converted into Membership Interests in Apex CoVantage, L.L.C., a Virginia limited liability company, that will be the surviving entity. The conversion of the Membership Interests of the non-surviving entities shall take place in the following manner and on the following basis:

(a) Each Member of the non-surviving entities shall be issued the number of Ownership Units representing Membership Interests in Apex CoVantage, L.L.C. appearing next to his or her name on the attached "Schedule A" in exchange for cancellation of his Membership Interest in each of the non-surviving entities which are parties to this Plan of Merger.

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**Section 4. Conversion of Rights to Acquire Membership Interests in the non-surviving entities.** The rights to acquire Membership Interests in any of the non-surviving entities are set forth in the "Cliff Vesting Plan" of each of the non-surviving entities. All of the Members of the non-surviving entities join herein acknowledging that any such rights to acquire the Membership Interests of any of the non-surviving entities shall be, and hereby are, converted into Cliff Vesting Units in Apex CoVantage, L.L.C., a Virginia limited liability company that will be the surviving entity. The conversion of the Cliff Vesting Units of the non-surviving entities shall take place in the following manner and on the following basis:

(a) Each member of the non-surviving entities to whom Cliff Vesting Units have been issued by the non-surviving entities shall be issued the number of Cliff Vesting Units in Apex CoVantage, L.L.C. appearing next to his or her name on the attached "Schedule "B" in exchange for cancellation of his or her Cliff Vesting Units in each of the non-surviving entities which are parties to this Plan of Merger. The maturity dates of the Cliff Vesting Units in Apex CoVantage, L.L.C. issued pursuant to the Plan of Merger shall be the same as the maturity dates of the Cliff Vesting Units in the non-surviving entities being terminated by the Plan of Merger. Thereafter, the rights to acquire the Cliff Vesting Units of Apex CoVantage, L.L.C. shall be provided for solely under the terms of the current "Cliff Vesting Plan" of Apex CoVantage, L.L.C. All of the Members of the Merging Limited Liability Companies hereby acknowledge receipt of a copy of the "Cliff Vesting Plan" of Apex CoVantage, L.L.C., and hereby agree to the terms of the "Cliff Vesting Plan" of Apex CoVantage, L.L.C. as of the effective date of the Certificate of Merger.

**Section 5. Abandonment of Merger.** The Plan of Merger may be abandoned by a vote or written consent of a majority of the Members of any one of the Merging Limited Liability Companies at any time prior to the effective date of the Certificate of Merger issued by the Virginia State Corporation Commission for the merger.

**Section 6. Unanimous Consent.** The Members of The Merging Limited Liability Companies hereby signify their unanimous written consent to the Plan of Merger, hereby authorize the managers of the respective Merging Limited Liability Companies to execute any and all documents necessary and proper to effectuate this plan of merger, and hereby agree to be bound by the Operating Agreement of Apex CoVantage, L.L.C., the Apex CoVantage, L.L.C. Members Agreement and the "Cliff Vesting Agreement" of Apex CoVantage, L.L.C. as of the effective date of the Certificate of Merger, determined pursuant to Va. Code Ann. § 13.1-1072.C.

The consents of the Members of The Merging Limited Liability Companies to the Plan of Merger are evidenced by their signatures on original counterparts of the Plan of Merger and are effective as if all signatures were made on a single original document. The Plan of Merger was adopted effective upon receipt, by the Manager of each of the

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Merging Limited Liability Companies, of the original counterpart signatures of all the Members of the Merging Limited Liability Companies.

## ARTICLE II

Section 1. Approval of the Merger by Unanimous Consent of the Members of Apex CoVantage, L.L.C. Apex CoVantage, L.L.C. is a Virginia limited liability company. The Plan of Merger set forth in Article I was approved by the unanimous written consent of the members of Apex CoVantage, L.L.C. in accordance with Va. Code Ann. § 13.1-1071.A.


Section 2. Approval of the Merger by Unanimous Consent of the Members of Apex Geospatial Data Services, L.L.C. Apex Geospatial Data Services, L.L.C. is a Virginia limited liability company. The Plan of Merger set forth in Article I was approved by the unanimous written consent of the members of Apex Geospatial Data Services, L.L.C. in accordance with Va. Code Ann. § 13.1-1071.A.

Section 3. Approval of the Merger by Unanimous Consent of the Members of Apex ePublishing Data Services, L.L.C. Apex ePublishing Data Services, L.L.C. is a Virginia limited liability company. The Plan of Merger set forth in Article I was approved by the unanimous written consent of the members of Apex ePublishing Data Services, L.L.C. in accordance with Va. Code Ann. § 13.1-1071.A.

The undersigned Managers of each of the Merging Limited Liability Companies declare that the facts herein stated are true as of December 23, 2003.

APEX CoVantage, L.L.C., a  
Virginia limited liability company

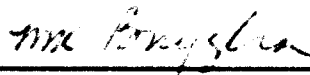
12/23/03  
Date

By:   
Shashikant Gupta, Manager

Pursuant to the Unanimous Consent of the Members

APEX ePUBLISHING DATA SERVICES, L.L.C., a  
Virginia limited liability company

12/23/03  
Date

By:   
Margaret Boryczka, Manager

Pursuant to the Unanimous Consent of the Members

APEX GEOSPATIAL DATA SERVICES, L.L.C., a  
Virginia limited liability company

12/23/03  
Date

By:   
Srinivasan, Manager

Pursuant to the Unanimous Consent of the Members



**SCHEDULE A**

Member	Ownership Units in Apex CoVantage, L.L.C.
Apex Data Services	15,503,
Jay Berkenbilt	2,840
Jeff Moyer	1,420
Jennifer Carter	55,350
Joel Poznansky	383,130
Pardha Karamsetty	130,550
Srini Vasam	163,800
Tim Trietley	370
Tom O'Brien	1,420

## **SCHEDULE B**

### **Cliff Vesting Units**

<b>Name</b>	<b>Units</b>
Aravind Natarajan	14,196
Harrison Yee	11,352
Jay Berkenbilt	16,744
Jennifer Carter	6,244
Joel Poznansky	106,425
Marc Renkes	12,267
Micky Nijhawan	8,656
Nicola Datta	710
Pardha Karamsetty	30,792
Prakash Shinde	4,004
Ramnarayan Prasad	4,683
Srini Vasam	2,148
Tom O'Brien	26,819
Tim Trietley	9,428
Vijay Shah	9,649
<b>Totals:</b>	<b>264,116</b>

**COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION**

January 9, 2004

The State Corporation Commission finds the accompanying articles submitted on behalf of

**Apex CoVantage, LLC**

to comply with the requirements of law and confirms payment of all related fees. Therefore, it is ORDERED that this

**CERTIFICATE OF MERGER**

be issued and admitted to record with the articles of merger in the office of the Clerk of the Commission. Each of the following:

Apex Geospatial Data Services, LLC  
Apex ePublishing Data Services, LLC

is merged into Apex CoVantage, LLC, which continues to exist under the laws of VIRGINIA with the name Apex CoVantage, LLC, the separate existence of each non-surviving entity ceases.

The certificate is effective on January 9, 2004.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT  
CIS0436  
04-01-09-4014

RECORDED: 11/03/2009

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