

02-09-1999

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Tab settings

To the Honorable Commissioner of



attached original documents or copy thereof.

1. Name of conveying party(ies):

100960740

RENAISSANCE SOFTWARE INC.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State California, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

1-27-99

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: June 19, 1998

Name: SUNGARD SYSTEMS INTERNATIONAL INC.

Internal Address:

Street Address: 1285 Drummers Lane

City: Wayne State: PA ZIP: 19087

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Pennsylvania, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

See attached Schedule A

B. Trademark Registration No.(s)

See attached Schedule A

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Glenn A. Gundersen

Internal Address: Dechert Price & Rhoads 4000 Bell Atlantic Tower

Street Address: 1717 Arch St.

City: Philadelphia State: PA ZIP: 19103

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41): \$ 140.00

- Enclosed, Authorized to be charged to deposit account and any underpayment

8. Deposit account number:

04-0475

140E

(Attach duplicate copy of this page if paying by deposit account)

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.

Stephanie E. Their Name of Person Signing

Signature

2/27/99 Date

Total number of pages including cover sheet, attachments, and document:

12

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 1851 FRAME: 0062

SCHEDULE A

RENAISSANCE SOFTWARE INC. to  
SUNGARD SYSTEMS INTERNATIONAL INC.

**Applications**

<b><u>Mark</u></b>	<b><u>Serial No.</u></b>	<b><u>Filing Date</u></b>
RISKMART	75/332,792	July 30, 1997
RENAISSANCE SOFTWARE, INC.	74/642,617	August 24, 1994
RENAISSANCE and Design	74/642,616	August 24, 1994
RENAISSANCE and Design	74/564,971	August 24, 1994

**Registrations**

<b><u>Mark</u></b>	<b><u>Reg. No.</u></b>	<b><u>Reg. Date</u></b>
OPUS	1,824,195	March 1, 1994

\\PHINT10\OFFICEDISK\ipg\ustm\sungard\subatty\renaiss-sch.doc, January 27, 1999

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
ROOM 308 NORTH OFFICE BUILDING  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722

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SUNGARD SYSTEMS INTERNATIONAL INC.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.  
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE  
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS  
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY  
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

ENTITY NUMBER: 1012518

MICROFILM NUMBER: 09849

0179-0184

CT CORPORATION SYSTEMS  
COUNTER

TRADEMARK  
REEL: 1851 FRAME: 0064



9849-180

DSCB:15-1926 (Rev 90)-2

The name and the address of the registered office in this Commonwealth or name of its commercial registered office provider and the county of venue of each other domestic business corporation and qualified foreign business corporation which is a party to the plan of merger are as follows:

Name of Corporation	Address of Registered Office or Name of Commercial Registered Office Provider	County
Infinity Financial Technology, Inc.	(DE DOM)	Not licensed in PA
Renaissance Software Inc.	(CA DOM)	Not licensed in PA

4. (Check, and if appropriate complete, one of the following):

The plan of merger shall be effective upon filing these Articles of Merger in the Department of State.

The plan of merger shall be effective on June 30, 1998 at 11:59 p.m. (E.S.T.)  
 Date Hour

5. The manner in which the plan of merger was adopted by each domestic corporation is as follows:

Name of corporation	Manner of adoption
SunGard Systems International Inc.	Adopted by action of Board of Directors and Sole Shareholder pursuant to 15 Pa.C.S. § 1924.(a).

6. (Strike out this paragraph if no foreign corporation is a party to the merger). The plan was authorized, adopted or approved, as the case may be, by the foreign business corporation (or each of the foreign corporations) party to the plan in accordance with the laws of the jurisdiction in which it is incorporated.

7. (Check, and if appropriate complete, one of the following):

The plan of merger is set forth in full in Exhibit A attached hereto and made a part hereof.

Pursuant to 15 Pa.C.S. § 1901 (relating to omission of certain provisions from filed plans) the provisions, if any, of the plan of merger that amend or constitute the operative Articles of Incorporation of the surviving corporation as in effect subsequent to the effective date of the plan are set forth in full in Exhibit A attached hereto and made a part hereof. The full text of the plan of merger is on file at the principal place of business of the surviving corporation, the address of which is:

Number and Street City State Zip

DSCB:15-1926 (Rev 90)-3 9849-181

IN TESTIMONY WHEREOF, the undersigned corporation or each undersigned corporation has caused these Articles of Merger to be signed by a duly authorized officer thereof this 19<sup>th</sup> day of June, 1998.

SunGard Systems International Inc.

(Name of Corporation)

BY: Thomas J. McDugall

(Signature)

Thomas J. McDugall

TITLE: Vice President-Finance, CFO, Asst. Sec.

Infinity Financial Technology, Inc.

(Name of Corporation)

BY: Thomas J. McDugall

(Signature)

Thomas J. McDugall

TITLE: Vice President-Finance, CFO

Renaissance Software Inc.

(Name of Corporation)

BY: Thomas J. McDugall

(Signature)

Thomas J. McDugall

TITLE: Vice President-Finance, CFO

(CHANGES)

DOCKETING STATEMENT DSCB:15-134B (Rev 90)

BUREAU USE ONLY:

REVENUE LABOR & INDUSTRY  
OTHER

FILING FEE: NONE

FILE CODE

FILED DATE

MICROFILM NUMBER

This form (file in triplicate) and all accompanying documents shall be mailed to:  
COMMONWEALTH OF PENNSYLVANIA  
DEPARTMENT OF STATE  
CORPORATION BUREAU  
308 NORTH OFFICE BUILDING  
HARRISBURG, PA 17120-0029

Part I. COMPLETE FOR EACH FILING:

Current name of entity or registrant affected by the submittal to which this statement relates: (survivor or new corporation if merger or consolidation)  
SunGard Systems International Inc.

Entity number, if known: 56145109 NOTE: ENTITY NUMBER is the computer index number assigned to an entity upon initial filing in the Department of State.

Incorporation/qualification date in Pa.: Dec. 24, 1987 State of incorporation: Pennsylvania

Specified effective date, if any: June 30, 1998 at 11:59 p.m.

Part II. COMPLETE FOR EACH FILING This statement is being submitted with (check proper box):

- Articles of Amendment: complete Section A only
- Amended Certificate of Authority: complete Section A only
- Articles of Merger: complete Section B
- Articles of Consolidation: complete Section C
- Articles of Division: complete Section D
- Articles of Conversion: complete Sections A and E only
- Statement of Merger, Consolidation or Division: complete Section B, C or D
- Statement of Correction: complete Section A only
- Statement of Termination: complete Section H
- Statement of Revival: complete Section G
- Dissolution by Shareholders or Incorporators before Commencement of Business: complete Section F only
- Amendment of Certificate of Limited Partnership: complete Section A only

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Part III. COMPLETE IF APPROPRIATE: The delayed effective date of the accompanying submittal is:

month day year hour, if any

Section A. CHANGES TO BE MADE TO THE ENTITY NAMED IN PART I: (Check box/boxes which pertain)

Name: \_\_\_\_\_

Registered Office: \_\_\_\_\_  
Number & street/RD number & box number City State Zip County

Purpose: \_\_\_\_\_

Stock: aggregate number of shares authorized \_\_\_\_\_ (attach additional provisions, if any)

Term of Existence: \_\_\_\_\_

Other: \_\_\_\_\_

X Section B. MERGER (Complete Section A if any changes to survivor corporation):

MERGING CORPORATIONS ARE: (List only the merging corporations-SURVIVOR IS LISTED IN PART I)

1. Name: Infinity Financial Technology, Inc.

Entity Number, if known: n/a Inc./quali. date in Pa.: \_\_\_\_\_ State of Incorporation: Delaware <sup>Not licensed</sup>

2. Name: Renaissance Software Inc.

Entity Number, if known: n/a Inc./quali. date in Pa.: \_\_\_\_\_ State of Incorporation: California <sup>Not licensed</sup>

Attach sheet containing above corporate information if there are additional merging corporations.

Section C: CONSOLIDATION (NEW corporation information should be completed in Part I. Also, complete and attach DOCKETING STATEMENT DSCB:15-134A for the NEW corporation formed.)

CONSOLIDATING CORPORATIONS ARE:

1. Name: \_\_\_\_\_

Entity Number, if known: \_\_\_\_\_ Inc./quali. date in Pa.: \_\_\_\_\_ State of Incorporation: \_\_\_\_\_

2. Name: \_\_\_\_\_

Entity Number, if known: \_\_\_\_\_ Inc./quali. date in Pa.: \_\_\_\_\_ State of Incorporation: \_\_\_\_\_

Attach sheet containing above corporate information if there are additional consolidating corporations.





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EXHIBIT A

**AGREEMENT AND PLAN OF MERGER**

**Parties:**                   **INFINITY FINANCIAL TECHNOLOGY, INC.**  
                                  a Delaware corporation ("Infinity")  
                                  640 Clyde Court  
                                  Mountain View, CA 94043

**RENAISSANCE SOFTWARE INC.**  
a California corporation ("Renaissance")  
640 Clyde Court  
Mountain View, CA 94043

**SUNGARD SYSTEMS INTERNATIONAL INC.**  
a Pennsylvania corporation ("Systems")  
510 Walnut Street, Suite 900  
Philadelphia, PA 19106

**Date:**                        June 18, 1998

**Background:** Infinity, Renaissance and Systems are subsidiaries of SunGard Investment Ventures, Inc., a Delaware corporation and the Sole Stockholder of each corporation ("SIVI"). For various business and tax reasons, the Sole Stockholder and the Board of Directors of Infinity, Renaissance and Systems have determined that it is in the best interests of each subsidiary that Infinity and Renaissance be merged with and into Systems. The merger of Infinity and Renaissance with and into Systems ("the Merger") will be effected on the terms stated in this Agreement and Plan of Merger ("Agreement"). Accordingly, the Sole Stockholder and the Board of Directors of Infinity, Renaissance, and Systems have unanimously adopted resolutions approving the Merger and this Agreement in the manner required by law. Accordingly, Articles of Merger will be executed and filed with the Secretary of State of the Commonwealth of Pennsylvania, a Certificate of Merger will be executed and filed with the Secretary of State of the State of Delaware, and the appropriate Officers' Certificates will be executed and filed with the Secretary of State of the State of California.

**INTENDING TO BE LEGALLY BOUND,** Infinity, Renaissance and Systems hereby adopt this Agreement and Plan of Merger, and agree that Infinity and Renaissance shall be merged with and into Systems on the following terms:

1. **Merger.** On the Effective Date (as defined below), Infinity and Renaissance shall be merged with and into Systems in accordance with this Agreement and in compliance with the Pennsylvania Business Corporation Law of 1988, as amended; the Delaware General Corporation Law and the California Corporations Code and the Merger shall have the effect provided for in such laws. Systems (sometimes referred to below as the "Surviving

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Corporation") shall be the surviving corporation of the Merger and shall continue to exist and to be governed by the laws of the Commonwealth of Pennsylvania. The corporate existence and identity of Systems, with its purposes and powers, shall continue unaffected and unimpaired by the Merger, and Systems shall succeed to and be fully vested with the corporate existence and identity of Infinity and the corporate existence and identity of Renaissance. The separate corporate existence and identity of Infinity and the separate corporate existence and identity of Renaissance shall cease upon the Effective Date, and Systems shall be a single Pennsylvania corporation. On the Effective Date, all outstanding shares of capital stock of Infinity and Renaissance shall be canceled, and all outstanding shares of capital stock of Systems shall be unaffected by the Merger and shall continue to be owned by SIVI. The directors and officers of Systems on the Effective Date will continue as the directors and officers of the Surviving Corporation.

2. **Name and Registered Office of Surviving Corporation.** On the Effective Date, the name of the Surviving Corporation shall continue to be SunGard Systems International Inc. with its registered office at 1285 Drummers Lane, Suite 300, Wayne, PA 19087, Attention: Lawrence A. Gross.

3. **Articles of Incorporation.** Immediately after the Merger, the Articles of Incorporation of the Surviving Corporation shall be the same as before the Merger.

4. **Bylaws.** Immediately after the Merger, the bylaws of the Surviving Corporation shall be the same as before the Merger.

5. **Effective Date.** As used in this Agreement, "Effective Date" shall mean June 30, 1998 at 11:59 p.m. (E.S.T.).

6. **Severability.** If any provision of this Agreement is construed to be invalid, illegal or unenforceable, then the remaining provisions hereof shall not be affected thereby and shall be enforceable without regard thereto.

7. **Section Headings.** Section headings in this Agreement are for convenience of reference only and do not constitute a part of this Agreement and shall not affect its interpretation.

8. **Termination.** This Agreement may be terminated or abandoned at any time before the Effective Date by any party hereto with the due approval of its Board of Directors.

9. **Counterparts.** This Plan may be executed in any number of counterparts, each of which when so executed and delivered shall be an original hereof, and it shall not be necessary in making proof of this Agreement to produce or account for more than one counterpart hereof.

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IN WITNESS WHEREOF, each undersigned corporation has caused this Agreement and Plan of Merger to be signed by a duly authorized officer as of the date first stated above.

**INFINITY FINANCIAL TECHNOLOGY, INC.**  
a Delaware corporation

By: Thomas J. McDugall  
Thomas J. McDugall,  
Vice President-Finance,  
Chief Financial Officer

By: Andrew P. Bronstein  
Andrew P. Bronstein,  
Assistant Vice President,  
Assistant Secretary

**RENAISSANCE SOFTWARE INC.**  
a California Corporation

By: Thomas J. McDugall  
Thomas J. McDugall,  
Vice President-Finance,  
Chief Financial Officer

By: Andrew P. Bronstein  
Andrew P. Bronstein,  
Assistant Vice President,  
Assistant Secretary

**SUNGARD SYSTEMS INTERNATIONAL INC.**  
a Pennsylvania corporation

By: Thomas J. McDugall  
Thomas J. McDugall,  
Vice President-Finance,  
Chief Financial Officer,  
Assistant Secretary

By: Andrew P. Bronstein  
Andrew P. Bronstein,  
Assistant Vice President,  
Assistant Secretary