

11-26-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

MAD 11/15/99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies)

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment
 - License
 - Security Agreement
 - Nunc Pro Tunc Assignment
 - Merger
 - Change of Name
 - Other
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual
- General Partnership
- Limited Partnership
- Corporation
- Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

- Individual
 - General Partnership
 - Limited Partnership
 - Corporation
 - Association
 - Other
 - Citizenship/State of Incorporation/Organization
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

11/24/1999 DNGUYEN 00000139 75656934

FOR OFFICE USE ONLY

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

TRADEMARK
REEL: 001991 FRAME: 0995

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

(617) 951-8260

Name

David P. Sharrow

Address (line 1)

Bingham Dana LLP

Address (line 2)

150 Federal Street

Address (line 3)

Boston, MA 02110

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

3

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75/656,934

Number of Properties

Enter the total number of properties involved.

#

1

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

David P. Sharrow



November 15, 1999

Name of Person Signing

Signature

Date Signed

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LECROY NEWCO CORPORATION", CHANGING ITS NAME FROM "LECROY NEWCO CORPORATION" TO "VIGILANT NETWORKS, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

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



2997357 8100

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9951282

DATE: 09-01-99

TRADEMARK
REEL: 001991 FRAME: 0997

LECROY NEWCO CORPORATION
CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION

LeCroy NEWCO Corporation, a Delaware corporation (the "Company"), does hereby certify, pursuant to Section 242 of the General Corporation Law of the State of Delaware, that:

FIRST: Pursuant to Section 141(f) of the General Corporation Law of the State of Delaware and Section 3.17 of the Company's By-Laws, by written consent of the Board of Directors of the Company dated August 10, 1999, resolutions were duly adopted proposing an Amendment to the Certificate of Incorporation of the Company changing Article First of the Certificate of Incorporation and submitting such proposal to the stockholders of the Company entitled to vote thereon, as follows:

RESOLVED: That it is deemed advisable and in the best interest of the Company to amend Article First of its Certificate of Incorporation to read as follows:

FIRST: The name of the Company is:

Vigilant Networks, Inc."

RESOLVED: That the Company be and it hereby is authorized and directed to amend its Certificate of Incorporation as set forth in the foregoing resolution, that the proposed amendment to the Company's Certificate of Incorporation shall be submitted to the stockholders of the Company for their consideration and approval, and that the appropriate officers of the Company be and they hereby are authorized and directed to execute and deliver any and all documents or certificates deemed necessary to effectuate the proposed amendment outlined above, including a Certificate of Amendment to Certificate of Incorporation for filing with the Delaware Secretary of State, and any filings with governmental authorities to reflect the change of the Company's name.

SECOND: The proposed amendment to the Certificate of Incorporation of the Company changing Article First of the Certificate of Incorporation has been approved and adopted by the stockholders of the Company, pursuant to Section 228 of the General Corporation Laws of the State of Delaware, by written consent dated August 10, 1999.

Accordingly, Article First of the Certificate of Incorporation of the Company is hereby amended to read as follows:


"FIRST: The name of the Company is:

Vigilant Networks, Inc."

IN WITNESS WHEREOF, LeCroy NEWCO Corporation has caused this Certificate of Amendment to its Certificate of Incorporation to be executed by Leslie Swanson, its President, this 10 day of August, 1999.

LECROY NEWCO CORPORATION

By: _____


Leslie Swanson, President