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OPR/FINANCE

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
12 10 1999

Name

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 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.)

- Corporation Association

Other

Citizenship/State of Incorporation/Organization

02/01/2000 DCOATES 00000015 75797416

FOR OFFICE USE ONLY

01 FC:481 40.00
02 FC:482 125.00

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: 002013 FRAME: 0657

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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) | | |
|---------------------------------------|----------------------|----------------------|--------------------------------------|--------------------------------------|--------------------------------------|
| <input type="text" value="75797416"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="2270326"/> | <input type="text" value="2172265"/> | <input type="text" value="2120859"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text" value="1996509"/> | <input type="text" value="1912319"/> | <input type="text"/> |
| <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> | <input type="text"/> |

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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.

Elisa Raley
Name of Person Signing

Elisa Raley
Signature

January 6, 2000
Date Signed

"Express Mail" mailing label No. EK052136281US

Date of Deposit JANUARY 6, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20501.

ELISA RAY

(Type or printed name of person mailing paper or fee)

Elisa Ray

(Signature of person mailing paper or fee)

Office of the Secretary of State

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 MERGER, WHICH MERGES:

"ICSADVENT CORPORATION", A CALIFORNIA CORPORATION, WITH AND INTO "ICSADVENT CORPORATION" UNDER THE NAME OF "ICSADVENT CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF DECEMBER, A.D. 1999, AT 10 O'CLOCK A.M.

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

"Express Mail" mailing label No EK052136284W

Date of Deposit January 6, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.110 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington, D.C. 20261.

ELISA RALEY

(Typed or printed name of person mailing paper or fee)

Elisa Ray

(Signature of person mailing paper or fee)



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE:

12-14-99

TRADEMARK REEL: 002013 FRAME: 0660

CERTIFICATE OF MERGER**Merging****ICSADVENT CORPORATION
(a California corporation)****Into****ICSADVENT CORPORATION
(a Delaware corporation)**

ICSADVENT CORPORATION (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware, HEREBY CERTIFIES:

FIRST: That the Corporation was incorporated on December 6, 1999 under the name ICSAdvent Corporation pursuant to the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: That ICSAdvent Corporation ("Old ICS") was incorporated on February 6, 1992, pursuant to the General Corporation Law of the State of California.

THIRD: That an Agreement and Plan of Merger, dated as of December 13, 1999, between the Corporation and Old ICS (the "Agreement"), providing for Old ICS to be merged into and survived by the Corporation (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the Corporation and Old ICS in accordance with Section 252 of the DGCL.

FOURTH: That the Corporation shall be the surviving corporation (the "Surviving Corporation") of the Merger. The Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That the By-Laws of the Corporation shall be the By-Laws of the Surviving Corporation.

SIXTH: That the directors and officers of the Old ICS shall be the directors and officers, respectively, of the Surviving Corporation, each to hold such office until his or her successor shall be elected or appointed and qualified or until his or her earlier death, resignation or removal.

SEVENTH: That the Merger has been approved by the written consent Dynatech LLC, a Delaware limited liability company ("Dynatech"), the holder of all the issued and outstanding shares of common stock of Old ICS and the Corporation, in accordance with Section 228(a) of the DGCL and Section 603(a) of the California General Corporation Law.

EIGHTH: That the executed Agreement is on file at an office of Dynatech Corporation at 3 New England Executive Park, Burlington, Massachusetts 01803. A copy will be furnished, on request and without cost, to any shareholder of the Corporation.

NINTH: That the number of shares of stock of all classes which Old ICS has authority to issue is one thousand (1,000).

TENTH: Notwithstanding anything to the contrary, the Merger may be terminated and abandoned by the Board of Directors of the Corporation or Old ICS at any time prior to the filing of this Certificate.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be executed by a duly authorized officer thereof.

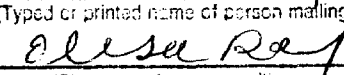
ICSADVENT CORPORATION,
a Delaware corporation

By: 
Mark V.B. Tremallo
Assistant Secretary

Dated: Dec. 10, 1999

"Express Mail" mailing label No. EK052136287W
Date of Deposit January 6, 2000

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.16 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Washington D.C. 20231.

ELISA Raley
(Typed or printed name of person mailing paper or fee)

(Signature of person mailing paper or fee)

ICS ADVENT CORPORATION**REGISTERED TRADEMARKS**

| <u>TRADEMARK NAME</u> | <u>REGISTRATION NUMBER REGISTRATION DATE</u> | <u>SERIAL # DATE FILED</u> |
|--|--|---------------------------------|
| Communications Source-Book | 2,270,326 July 17, 1999 | 75/391,532 November 10, 1997 |
| Master Source-Book | 2,172,265 July 14, 1998 | 75/145,340 July 29, 1996 |
| Girsystem This Chassis Equipped with Girsystem Global Interference Reduction System and Design | 2,120,859 December 16, 1997 | 75-052,374 January 1, 1996 |
| Industrial Computer Source-Book | 1,996,509 August 27, 1996 | 74-622,378 January 17, 1995 |
| Industrial Computer Source | 1,912,319 August 15, 1995 | 74-420,317 August 4, 1993 |

TRADEMARK APPLICATIONS

| <u>TRADEMARK NAME</u> | <u>SERIAL NUMBER</u> | <u>DATE FILED</u> |
|-----------------------|----------------------|--------------------|
| ICS Advent | 75-797,416 | September 13, 1999 |