

5-9-00

FORM PTO-1594  
(Rev. 6-93)

P

06-01-2000

NET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



101371112

To the Honorable Commissioner of Patents

original documents or copy thereof.

1. Name of conveying party(ies):

Summa Four, Inc.

OPR/FINANCE

Name of receiving party(ies):

Name: Cisco Systems, Inc.

: Individual(s) : Association

Internal Address:

: General Partnership : Limited Partnership  
X Corporation-State Delaware

Street Address: 170 West Tasman Drive

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

City: San Jose State: CA ZIP 95134

3. Nature of conveyance:

: Individual(s) citizenship

: Assignment X Merger  
: Security Agreement : Change of Name  
: Other

: Association

: General Partnership

: Limited Partnership

X Corporation-State California

: Other

Execution Date: January 27, 1999

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

4. Application number(s) or registration number(s):  
A. Trademark Application No.(s): None

B. Trademark Registration No.(s): See attached

2712741

Additional numbers attached? : X Yes No

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

Name: Cooley Godward LLP

Internal Address: Janet L. Cullum, Esq.

Street Address: Five Palo Alto Square  
3000 El Camino Real

City: Palo Alto State: CA ZIP 94306-2155

6. Total number of applications and registrations involved: Ten (10)

7. Total fee (37 CFR 3.41):..... \$ 265.00

X Enclosed

X Authorized to be charged to deposit account (for any deficiency or credit of any overpayment)

8. Deposit account number: 03-3118

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.

Janet L. Cullum, Esq.

5/5/00  
Date

Total number of pages including cover sheet, attachments, and document: 15

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

05/31/2000 JSHABAZZ 00000145 2212741

01 FC:481  
02 FC:482

40.00 OP  
225.00 OP

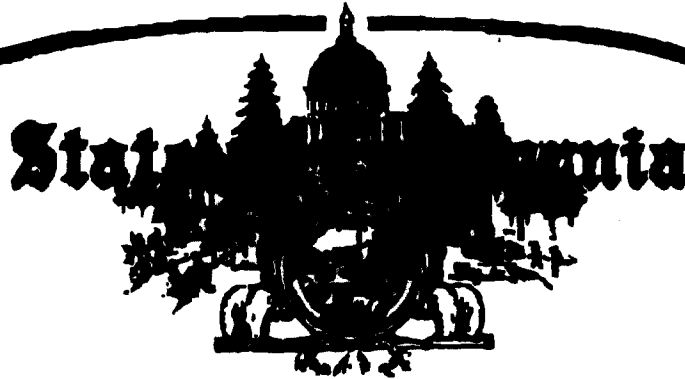
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TRADEMARK  
REEL: 002081 FRAME: 0223

**Schedule of Trademarks  
to be Assigned to  
Cisco Systems, Inc.**

<b>Mark</b>	<b>App. No./Date</b>	<b>Reg. No./Date</b>	<b>Class</b>
SUMMA FOUR (and Design)		2,212,741 12/22/98	9
SF (and Design)		2,191,881 9/29/98	9
SUMMA FOUR		1,869,297 12/27/94	9
PORTICO		1,865,617 12/06/94	9
TELEROUTER		1,901,491 06/27/95	9
ASIST		1,893,955 05/16/95	9
SDS		1,861,669 11/08/94	9
VCO		1,865,608 12/06/94	9
MCX		1,340,198 06/11/85	9
SF (Stylized)		1,140,676 10/21/80	9

0520592



*[Handwritten mark]*

**SECRETARY OF STATE**

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That the attached transcript of   7   page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

FEB 17 1999



*Bill Jones*

Secretary of State

40520592

**CERTIFICATE OF OWNERSHIP  
MERGING  
SUMMA FOUR, INC.  
INTO  
CISCO SYSTEMS, INC.**

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California  
**FEB - 8 1998**  
BILL JONES, Secretary of State

David Rogan, Vice President and Corporate Treasurer, and Larry R. Carter, Secretary, of Cisco Systems, Inc., a California corporation ("the Company"), do hereby certify:

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

	<u>Name</u>	<u>State of Incorporation</u>
Parent:	Cisco Systems, Inc.	California
Subsidiary:	Summa Four, Inc.	Delaware

**SECOND:** That the Company owns 100 percent of the outstanding common stock of Summa Four, Inc., a Delaware corporation ("Summa Four").

**THIRD:** That the Company's Board of Directors has determined to merge Summa Four into the Company and has duly adopted the following resolutions:

**WHEREAS,** following the acquisition of Summa Four, the Company desires to merge Summa Four into the Company;

**RESOLVED,** that the Company shall merge Summa Four into the Company, thereby assuming all of Summa Four's rights, liabilities and obligations;

**RESOLVED,** that the officers of the Company be, and they hereby are, authorized for and on behalf of the Company to take such actions and to execute and deliver such documents and papers as they deem necessary or advisable to effectuate the purposes of the foregoing resolutions and to consummate the transactions contemplated thereby.

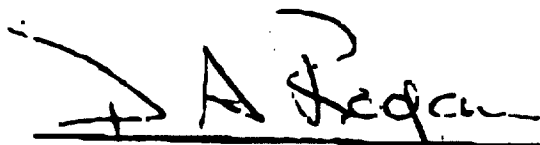
**FOURTH:** That the resolutions set forth above are a true and correct copy of the resolutions adopted by the Board of Directors of the Company on September 22, 1998 relating to the merger of Subsidiary into the Company.

**David Rogan and Larry R. Carter say:**

**They are the Vice President and Corporate Treasurer and Secretary respectively of Cisco Systems, Inc., a California corporation. They have read the foregoing Certificate of Ownership and know the contents thereof. The same is true of their own knowledge.**

**Executed on January 27, 1999 at San Jose, Santa Clara County, California.**

**We declare under penalty of perjury that the foregoing is true and correct.**



**David Rogan  
Vice President and Corporate Treasurer**



**Larry R. Carter  
Secretary**





STATE OF CALIFORNIA  
FRANCHISE TAX BOARD  
PO BOX 1468  
SACRAMENTO CA 95812-1468

## TAX CLEARANCE CERTIFICATE

February 3, 1999

EXPIRATION DATE: May 14, 1999

BROBECK PHLEGER & HARRISON  
ATTN THERESE A MROZEK  
2 EMBARCADERO PL 2200 GENG RD  
PALO ALTO CA 94303

ISSUED TO : SUMMA FOUR, INC.  
ENTITY ID : 1252435

This is to certify that all taxes imposed under the Bank and Corporation Tax Law on this corporation have been paid, assumed, or are secured by other means.

If a final return has not been filed, one should be filed within two months and 15 days after the close of the month in which the dissolution or withdrawal takes place. If the corporation was inactive, a statement to that effect should be attached to the tax forms. All returns remain subject to audit until the expiration of the normal statutory period. Failure to file required returns may result in additional assessments.

A copy of this Tax Clearance Certificate has been sent to the Office of the the Secretary of State. This original Tax Clearance Certificate may be retained in the files of the corporation.

By the Expiration Date noted above, this corporation must have filed the documents required by the Secretary of State to dissolve, withdraw or merge. Requests for the appropriate documents must be directed to: Office of the Secretary of State at 1500 11th Street, 3rd Floor, Sacramento CA. 95814, or by telephone, (916) 657-5448.

NOTE: If the required documents are not filed with the Secretary of State prior to the Expiration Date noted above, the corporation will remain subject to the filing requirements of the Bank and Corporation Tax Law.

By H. Hermanson  
Tax Clearance Unit  
Special Audit Section  
Telephone (916) 845-4124

(b)(1)

**PATENT STATUS REPORT AS OF  
January 1, 1998**

**SUMMA FOUR, INC.**

<u>C&amp;M File #</u>	<u>Filing Date</u>	<u>Serial No.</u>	<u>Title</u>	<u>Status</u>
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REDACTED

**TRADEMARK STATUS REPORT AS OF  
July 22, 1998**

**SUMMA FOUR, INC.**

<u>C&amp;M File #</u>	<u>Filing Date</u>	<u>Serial Number</u>	<u>Trademark</u>	<u>Status</u>
		REDACTED		
15572-0015	10/03/83	73/446,319	MCX	Registered 07/11/85 Reg. No. 1,340,198
		REDACTED		
015572-0036	05/03/93	74/387,591	VCO	Registered 12/06/94 Reg. No. 1,865,608
015572-0038	06/21/93	74/403,230	SDS	Registered 11/08/94 Reg. No. 1,861,669
015572-0039	06/21/93	74,405,129	ASIST	Registered 05/16/95 Reg. No. 1,893,955
015572-0041	06/21/93	74/405,137	PORTICO	Registered 12/06/94 Reg. No. 1,868,955
015572-0044	07/09/93	74,411,724	SUMMA FOUR	Registered 12/27/94 Reg. No. 1,869,297
		REDACTED		
015572-0040	06/21/93	74/405,136	TELEROUTER	Registered 06/27/95 Reg. No. 1,901,491
		REDACTED		



IN PROCESS

<u>C&amp;M File #</u>	<u>Filing Date</u>	<u>Serial Number</u>	<u>Trademark</u>	<u>Status</u>
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REDACTED

15572-0053 (US)	10/3/97	9700114171	New Summa Four Logo and Design	Prosecution in Process
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REDACTED

b(ii) All Target customers have the right to use the intellectual property licensed to such customers through the sale and/or consignment of the Target's products. See 2.11(a)(i) and 2.11(a)(ii) above.

b(iii) Target has obtained licenses to use certain intellectual property of the following by entering into agreements with the following:

Claircom  
 The Telephone Connection, Inc.  
 Voice Processing Corporation  
 TeleNetworks  
 MicroTech Research  
 Ready Systems  
 Telesoft  
 Wind River  
 Texas Instruments  
 Industrial Programming, Inc.  
 Junction, Inc.  
 Hamilton Hallmark/LSI

State of Delaware  
Office of the Secretary of State

PAGE 1

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:

"AGEND ACQUISITION CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "SUBGA FOUR, INC." UNDER THE NAME OF "SUBGA FOUR, INC.", A CORPORATION ORGANISED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTH DAY OF NOVEMBER, A.D. 1998, AT 12 O'CLOCK P.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

0826176 0100M  
981424352

AUTHENTICATION: 9807452  
DATE: 11-04-98

**CERTIFICATE OF MERGER**

**MERGING**

**AGEMO ACQUISITION CORPORATION**

**WITH AND INTO**

**SUMMA FOUR, INC.**

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

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**Agemo Acquisition Corporation, a Delaware corporation ("Merger Sub"), and  
Summa Four, Inc., a Delaware corporation ("Target"), DO HEREBY CERTIFY AS FOLLOWS:**

**FIRST:** That Merger Sub was incorporated on July 23, 1998, pursuant to the  
Delaware General Corporation Law (the "Delaware Law"), and that Target was incorporated on  
June 28, 1976, pursuant to the Delaware Law.

**SECOND:** That an Agreement and Plan of Reorganization, dated as of July 27,  
1998 (the "Reorganization Agreement"), among Cisco Systems, Inc., a California corporation,  
Merger Sub and Target, setting forth the terms and conditions of the merger of Merger Sub with  
and into Target (the "Merger"), has been approved, adopted, certified, executed and  
acknowledged by each of the constituent corporations in accordance with Section 251 of the  
Delaware Law.

**THIRD:** That the name of the surviving corporation (the "Surviving  
Corporation") shall be Summa Four, Inc.

**FOURTH:** That pursuant to the Reorganization Agreement, the Restated  
Certificate of Incorporation of the Surviving Corporation is amended to read in its entirety as set  
forth in Exhibit A hereto.

**FIFTH:** That an executed copy of the Reorganization Agreement is on file at the  
principal place of business of the Surviving Corporation at the following address:

Summa Four, Inc.  
25 Sundial Avenue  
Manchester, NH 03103-7251

**SIXTH:** That a copy of the Reorganization Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That the Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

**IN WITNESS WHEREOF,** each of Merger Sub and Target has caused this Certificate of Merger to be executed in its corporate name this 4<sup>th</sup> day of November, 1998.

**AGEMO ACQUISITION CORPORATION**

By: *John T. Chambers*  
as **John T. Chambers, President and Chief Executive Officer**

**ATTEST:**

*Larry R. Carter*  
**Larry R. Carter, Secretary and Chief Financial Officer**

**[SIGNATURE PAGE TO CERTIFICATE OF MERGER]**

**SUDOMA POUA, INC.**

By: *Robert A. Dege*  
**Robert A. Dege, President and Chief  
Executive Officer**

**ATTEST:**

*Paul C. Sample*  
**Paul C. Sample, Secretary**

**[SIGNATURE PAGE TO CERTIFICATE OF MERGER]**

**RECEIVED**

57.1

2000 02 25 09 15 TRADEMARK © 1994

REEL: 002081 FRAME: 0235

**Exhibit A****RESTATED CERTIFICATE OF INCORPORATION****OF****SUMMA FOUR, INC.****ARTICLE I**

The name of the Corporation is Summa Four, Inc.

**ARTICLE II**

The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

**ARTICLE III**

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

**ARTICLE IV**

The Corporation is authorized to issue one class of stock to be designated "Common Stock." The total number of shares which the Corporation shall have authority to issue is 1,000 shares of Common Stock, and the par value of each such share is \$.0001 per share.

**ARTICLE V**

The Board of Directors of the Corporation is expressly authorized to adopt, amend or repeal the by-laws of the Corporation, but the stockholders may make additional by-laws and may alter or repeal any by-law whether adopted by them or otherwise.

**ARTICLE VI**

Elections of directors need not be by written ballot except and to the extent provided in the by-laws of the Corporation.

**ARTICLE VII**

A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (1) 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 which 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 to authorize corporate 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.

Any repeal or modification of the foregoing provisions of this Article VII by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

### ARTICLE VIII

To the fullest extent permitted by applicable law, this corporation is also authorized to provide indemnification of (and advancement of expenses to) such agents (and any other persons to which Delaware law permits this 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 General Corporation Law of the State of Delaware, subject only to limits created by applicable Delaware law (statutory or non-statutory), with respect to actions for breach of duty to this Corporation, its stockholders, and others.

Any repeal or modification of any of the foregoing provisions of this Article VIII shall not adversely affect any right or protection of a director, officer, agent or other person existing at the time of, or increase the liability of any directors of this Corporation with respect to any acts or omissions of such directors, officer or agent occurring prior to such repeal or modification.