

07-20-2000

FORM PTO-1594

(Rev. 6-93)

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ET

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

6-23-00

101409016

To the Honorable Commissioner of Patents and Trademarks

Original documents or copy thereof.

1. Name of conveying party(ies):
WebLine Communications Corporation

: Individual(s) : Association
 : General Partnership : Limited Partnership
 X Corporation-State Delaware
 : Other _____
 Additional name(s) of conveying parties) attached? Yes X No

3. Nature of conveyance:
 : Assignment X Merger
 : Security Agreement : Change of Name
 : Other _____

Execution Date: November 2, 1999

2. Name and address of receiving party(ies):
 Name: Cisco Systems, Inc.
 Internal Address: _____
 Street Address: 170 West Tasman Drive
 City: San Jose State: CA ZIP 95134

: Individual(s) citizenship _____
 : Association _____
 : General Partnership _____
 : Limited Partnership _____
 X Corporation-State California
 : Other _____

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):
See attached Schedule

Additional numbers attached? : X Yes No

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

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: 6

7. Total fee (37 CFR 3.41):..... \$ 165.00

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. Date 6/19/00

Total number of pages including cover sheet, attachments, and document: 17

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

07/20/2000 DNGUYEN 00000034 75536787

01 FC:481
02 FC:482

40.00 OP
125.00 OP

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

| Mark | App. No./Date | Reg. No./Date | Class |
|-----------------------------|------------------------|-----------------------|-------|
| FOLLOW ME BROWSING | 75/536,787 08/17/98 | | 9 |
| FORMSHARE | 75/538,396 08/17/98 | | 9 |
| HUMAN ASSISTED ECOMMERCE | 75/571,520 10/15/98 | | 9 |
| SCRIPTSHARE | 75/536,076 08/17/98 | | 9 |
| WEBLEADER | | 2,141,826 03/10/98 | 9 |
| WEBLINE | | 2,242,472 05/04/99 | 9 |

State of California



SECRETARY OF STATE

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

That the attached transcript of 9 page(s) was prepared by and in this office from the record on file, 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

MAY 18 2000



Bill Jones

Secretary of State

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AGREEMENT OF MERGER

OF

CISCO SYSTEMS, INC.

AND

WEBLINE COMMUNICATIONS CORPORATION

FILED *MSLL*
the office of the Secretary of State
of the State of California

NOV 2 1999

Bill Jones
NOTES, SECRETARY

This Agreement of Merger, dated as of the 2nd day of November, 1999 ("Merger Agreement"), between Cisco Systems, Inc., a California corporation ("Acquiror"), and WebLine Communications Corporation, a Delaware corporation ("Target").

RECITALS

A. Target was incorporated in the State of Delaware on June 5, 1996 and immediately prior to the Effective Time of the Merger (as defined below) will have outstanding 9,246,340 shares of Common Stock ("Target Common Stock") and 8,602,512 shares of Preferred Stock.

B. Acquiror and Target have entered into an Agreement and Plan of Reorganization (the "Agreement and Plan of Reorganization") providing for certain representations, warranties, covenants and agreements in connection with the transactions contemplated hereby. This Merger Agreement and the Agreement and Plan of Reorganization are intended to be construed together to effectuate their purpose.

C. The Boards of Directors of Target and Acquiror deem it advisable and in their mutual best interests and in the best interests of the stockholder of Target, that Target be acquired by Acquiror through a merger ("Merger") of Target with and into Acquiror.

D. The Boards of Directors of Acquiror and Target and the stockholders of Target have approved the Merger.

AGREEMENTS

The parties hereto hereby agree as follows:

1. Target shall be merged with and into Acquiror, and Acquiror shall be the surviving corporation.

2. The Merger shall become effective at such time (the "Effective Time") as this Merger Agreement and the officers' certificate of Target are filed with the Secretary of State of the State of California pursuant to Section 1103 of the Corporations Code of the State of California.

TRADEMARK

REEL: 002105 FRAME: 0690

State of the State of California pursuant to Section 1103 of the Corporations Code of the State of California.

REDACTED

7. At the Effective Time of the Merger, the separate existence of Target shall cease, and Acquiror shall succeed, without other transfer, to all of the rights and properties of Target and shall be subject to all the debts and liabilities thereof in the same manner as if Acquiror had itself incurred them. All rights of creditors and all liens upon the property of each corporation shall be preserved unimpaired, provided that such liens upon property of Target shall

8. This Merger Agreement is intended as a plan of reorganization within the meaning of Section 368(a) of the Internal Revenue Code of 1986, as amended.

REDACTED

FALL 1982 (18) 240 01 (P. 2) 01 (XK)

IN WITNESS WHEREOF, the parties have executed this Merger Agreement as of the date first written above.

CISCO SYSTEMS, INC.

By: *John J. Chambers*
John J. Chambers, President

By: *Larry R. Carter*
Larry R. Carter, Secretary

WEBLINE COMMUNICATIONS CORPORATION

By: _____
Daniel A. Keshian, President

By: _____
Brian D. Cohen, Secretary

[SIGNATURE PAGE TO AGREEMENT OF MERGER]

IN WITNESS WHEREOF, the parties have executed this Merger Agreement as of the date first written above.

CISCO SYSTEMS, INC.

By: _____
John T. Chambers, President

By: _____
Larry R. Carter, Secretary

WEBLINE COMMUNICATIONS CORPORATION

By:  _____
Daniel A. Keshian, President

By:  _____
Brian D. Cohen, Secretary

[SIGNATURE PAGE TO AGREEMENT OF MERGER]

**OFFICERS' CERTIFICATE
OF
CISCO SYSTEMS, INC.**

The undersigned, John T. Chambers and Larry R. Carter, hereby certify on behalf of Cisco Systems, Inc., a California corporation ("Acquiror"), that Mr. Chambers is the duly elected President and Chief Executive Officer and Mr. Carter is the duly elected Senior Vice President, Chief Financial Officer and Secretary, of Acquiror and they further certify on behalf of Acquiror that:

REDACTED

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed in San Jose, California on November 2, 1999.

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

By: *Larry Carter*
Larry Carter, Senior Vice President, Chief Financial Officer and Secretary

**OFFICERS' CERTIFICATE
OF
WEBLINE COMMUNICATIONS CORPORATION**

Daniel A. Keshian, President, and Brian D. Cohen, Secretary, of WebLine Communications Corporation, a corporation duly organized and existing under the laws of the State of Delaware (the "Corporation"), do hereby certify:

1. They are the duly elected, acting and qualified President and the Secretary, respectively, of the Corporation.

REDACTED

REDACTED

Each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their own knowledge. Executed in Burlington, Massachusetts, on November 2, 1999.

By: *Daniel A. Koshian*
Daniel A. Koshian, President

By: *Brian D. Cohen*
Brian D. Cohen, Secretary

CALLER (10/24/99) (11/13/2001) (PBG/P01) (DOC)



Section 2.11
Intellectual Property

(b)(i) Attached hereto as Annex 2.11(b)(i) is a list of all patents and patent applications and all registered trademarks and service marks, and pending applications for trademark and service mark registrations, and registered copyrights, included in the Intellectual Property, including the jurisdiction in which each such Intellectual Property right has been issued or registered or in which any application for such issuance and registration has been filed.

WEBLINE COMMUNICATIONS CORPORATION

REDACTED

Received May-18-

**TRADEMARK
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WEBLINE COMMUNICATIONS CORPORATION

REDACTED

TO 1

TO 16504962755

TRADEMARKS OWNED BY WEBLINE COMMUNICATIONS CORPORATION
as of August 1999

| <u>Mark</u> | <u>Serial No.</u> | <u>Filing Date</u> | <u>Country</u> | <u>Goods</u> | <u>Status</u> |
|-----------------------------|-------------------|--------------------|----------------|--|--|
| REDACTED | | | REDACTED | | REDACTED |
| FORMSHARE * | 75/538396 | 08/17/98 | United States | Computer programs for use in exchanging and revising data by agents and targets in call center applications | Published |
| FOLLOW ME BROWSING * | 75/536787 | 08/17/98 | United States | Computer programs for use in enabling multiple users to access information sites simultaneously over local, national and world wide information networks in call center applications | Published |
| HUMAN ASSISTED E-COMMERCE * | 75/571520 | 10/15/98 | United States | Computer programs for use in enabling multiple users to access information sites simultaneously over local, national and world wide information networks in call center applications; computer programs for use in exchanging and revising data by agents and targets in call center applications; computer programs for use in enabling call center operators to organize content displayed to targets over local, national and world wide information networks; computer software in the field of web browser communication and instructional manuals therefor | Response to Office Action due 11/10/99 |
| SCRIPTSHARE * | 75/516076 | 08/14/98 | United States | Computer programs for use in enabling call center | Published |

TRADEMARKS OWNED BY WEBLINE COMMUNICATIONS CORPORATION
as of August 1999

| <u>Mark</u> | <u>Serial No.</u> | <u>Filing Date</u> | <u>Country</u> | <u>Goods</u> | <u>Status</u> |
|-------------|-------------------|--------------------|----------------|---|--|
| REDACTED | | | | operators to organize content displayed to targets over local, national and world wide information networks | |
| WEBLINE | 866039 | 01/14/98 | Canada | Corresponds to U.S. Application 75/323894 | Certified copy of U.S. WEBLINE registration due 09/26/99 |

Application is based on an intent to use the mark in interstate commerce. If the software has been shipped across state lines bearing the mark, please forward the date of first shipment (within the state), the date of first shipment (across state lines) and five duplicate specimens (disk labels, Ds, or screen prints).