

09-13-2000

8-15-00

FORM PTO-1594 (Rev. 6-93) REC



U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

101455666

To the Honorable Commissioner of Patents thereof.

attached original documents or copy

1. Name of conveying party(ies): InfoGear Technology Corporation

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:

Assignment     Merger

Security Agreement     Change of Name

Other \_\_\_\_\_

Execution Date: June 5, 2000

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 95134-1706

Individual(s) citizenship \_\_\_\_\_

Association \_\_\_\_\_

General Partnership \_\_\_\_\_

Limited Partnership \_\_\_\_\_

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)

Additional numbers attached?  Yes  No

B. Trademark Registration No.(s)

75801352

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

Name: Cooley Godward LLP

Internal Address: Janet L. Cullum

Street Address: Five Palo Alto Square, 3000 El Camino Real

City: Palo Alto      State: CA      ZIP 94306

6. Total number of applications and registration involved: 10

7. Total fee (37 CFR 3.41):.....

\$ 265.00

Enclosed

Authorized to be charged to deposit account (for any underpayment or credit 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      8/10/00

Janet L. Cullum      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 and Trademarks, Box Assignments, Washington, D.C. 20231

09/13/2000 MTHAI1 00000052 75801352  
01 FC:481 40.00 OP  
02 FC:482 225.00 OP

**Schedule of InfoGear Technology Corporation's  
Trademarks to be Assigned to  
Cisco Systems, Inc.**

<b>MARK</b>	<b>COUNTRY</b>	<b>APP. OR REG. NO./ DATE</b>	<b>CLASS</b>	<b>STATUS</b>
INFOGEAR NETWORK	US	75/801,352 9/16/99	42	Pending
INFOGEAR and Design	US	75/568,615 10/13/98	9	Pending
INFOGEAR and Design	US	2,267,235 8/3/99	35	Registered
IPHONE	US	2,293,011 11/16/99	9	Registered
IPHONENETWORKS	US	75/501,345 6/12/98	41	Pending
INFOGEAR	US	2,224,560 2/16/99	9	Registered
INFOGEAR	US	2,261,080 7/13/99	35	Registered
I PHONE	US	2,142,936 3/10/98	9	Registered
SERVERGEAR	US	2,226,589 2/23/99	9	Registered
@PPLIANCE	US	76/063,124 6/5/00	9 and 42	Pending

# State of California

SECRETARY OF STATE

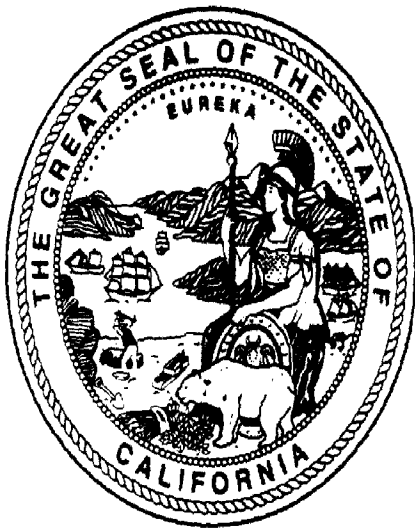
9

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

JUL 1 1977



*Bill Jones*

Secretary of State

**FILED** *msll*  
 In the office of the Secretary of State  
 of the State of California

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## AGREEMENT OF MERGER

JUN 5 2000

OF

CISCO SYSTEMS, INC.

*Bill Jones*  
 BILL JONES, Secretary of State

AND

## INFOGEAR TECHNOLOGY CORPORATION

This Agreement of Merger is dated as of the 5th day of June, 2000 ("Merger Agreement"), between Cisco Systems, Inc., a California corporation ("Acquiror"), and InfoGear Technology Corporation, a California corporation ("Target").

RECITALS

A. Target was incorporated in the State of California and immediately prior to the Effective Time of the Merger (as defined below) will have outstanding 12,755,526 shares of Common Stock ("Target Common Stock") and no shares of Preferred Stock ("Target Preferred Stock").

B. Acquiror and Target have entered into an Agreement and Plan of Merger and 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 shareholders 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 shareholders 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.

**REDACTED**

**TRADEMARK**

**REEL: 002133 FRAME: 0682**

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 be limited to the property affected thereby immediately prior to the Effective Time of the Merger.

**REDACTED**

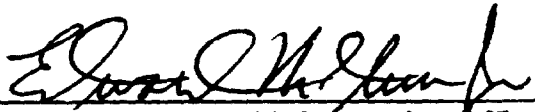
IN WITNESS WHEREOF, the parties have executed this Merger Agreement  
as of the date first written above.

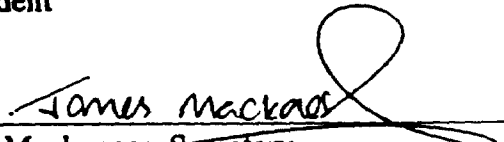
CISCO SYSTEMS, INC.

By: \_\_\_\_\_  
John T. Chambers, President

By: \_\_\_\_\_  
Larry R. Carter, Secretary

INFOGEAR TECHNOLOGY  
CORPORATION

By:   
Edward M. Cluss, Jr., Chief Executive Officer  
and President

By:   
James H. Mackaness, Secretary

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

CISCO SYSTEMS, INC.

By: John T. Chambers  
John T. Chambers, President

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

INFOGEAR TECHNOLOGY CORPORATION

By: \_\_\_\_\_  
Edward M. Cluss, Jr., President

By: \_\_\_\_\_  
James H. Mackaness, Secretary

[SIGNATURE PAGE TO AGREEMENT OF MERGER]

TRADEMARK

REEL: 002133 FRAME: 0685



**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:

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

**REDACTED**

3. The Agreement of Merger in the form attached was approved by the Board of Directors of Acquiror in accordance with the California Corporations Code.

4. No vote of the shareholders of Acquiror was required pursuant to Section 1201(b) of the California Corporations Code.

**TRADEMARK**

**REEL: 002133 FRAME: 0686**

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 June 5, 2000.

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

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

**OFFICERS' CERTIFICATE  
OF  
INFOGEAR TECHNOLOGY CORPORATION**

Edward M. Cluss, Jr., Chief Executive Officer and President, and James H. Mackaness, Vice President, Finance Chief Financial Officer and Secretary, of InfoGear Technology Corporation, a corporation duly organized and existing under the laws of the State of California (the "Corporation"), do hereby certify:

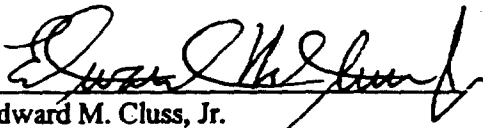
1. They are the duly elected, acting and qualified President and the Secretary, respectively, of the Corporation.


**REDACTED**

3. The Agreement and Plan of Merger and Reorganization dated as of March 15, 2000 by and between the Corporation and Cisco Systems, Inc. ("Cisco") (the "Reorganization Agreement"), substantially in the form attached hereto as Exhibit A and the Agreement of Merger between Cisco and the Corporation, substantially in the form attached hereto as Exhibit B, were duly approved by the Board of Directors of the Corporation in accordance with the California General Corporation Law.

**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 Redwood City, California, on May 31, 2000.

By:   
Edward M. Cluss, Jr.  
Chief Executive Officer and President

By:   
James H. Mackaness  
Vice President, Finance Chief Financial Officer  
and Secretary

