

09-22-2000

9.500

FORM PTO-1594  
(Rev. 6-93)



HEET U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks  
thereof.

101467892

and the attached original documents or copy

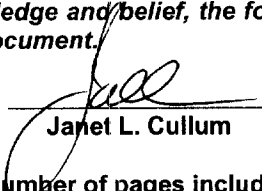
<p>1. Name of conveying party(ies): <u>Internet Engineering Group, LLC</u></p> <p><input type="checkbox"/> Individual(s)      <input type="checkbox"/> Association</p> <p><input type="checkbox"/> General Partnership    <input type="checkbox"/> Limited Partnership  <input type="checkbox"/> Corporation-State  <input checked="" type="checkbox"/> Other <u>Limited Liability Company (Michigan)</u>  Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes  <input checked="" type="checkbox"/> No</p> <p>3. Nature of conveyance:  <input type="checkbox"/> Assignment    <input checked="" type="checkbox"/> Merger  <input type="checkbox"/> Security Agreement    <input type="checkbox"/> Change of Name  Other _____</p> <p>Execution Date: <u>December 17, 1999</u></p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Cisco Systems, Inc.</u></p> <p>Internal Address: _____</p> <p>Street Address: <u>170 West Tasman Drive</u></p> <p>City: <u>San Jose</u>      State: <u>CA</u>      ZIP <u>95134-1706</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____  <input type="checkbox"/> Association _____  <input type="checkbox"/> General Partnership _____  <input type="checkbox"/> Limited Partnership _____  <input checked="" type="checkbox"/> Corporation-State <u>California</u>  <input type="checkbox"/> Other _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached:  <input type="checkbox"/> Yes    <input type="checkbox"/> No  (Designation must be a separate document from Assignment).  Additional name(s) &amp; address(es) attached?    <input type="checkbox"/> Yes    <input type="checkbox"/> No</p>
--	--

<p>4. Application number(s) or registration number(s):  A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s) <u>2,105,259</u>  <u>2,143,687</u></p> <p>Additional numbers attached?    <input type="checkbox"/> Yes    <input checked="" type="checkbox"/> No</p>
---	--

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Cooley Godward LLP</u></p> <p>Internal Address: <u>Janet L. Cullum</u></p> <p>Street Address: <u>Five Palo Alto Square, 3000 El Camino Real</u></p> <p>City: <u>Palo Alto</u>      State: <u>CA</u>      ZIP <u>94306</u></p>	<p>6. Total number of applications and registration involved: <u>2</u></p> <p>7. Total fee (37 CFR 3.41):.....  \$ <u>65.00</u></p> <p><input checked="" type="checkbox"/> Enclosed  <input checked="" type="checkbox"/> Authorized to be charged to deposit account  (to charge any deficiency or credit any overpayment)</p> <p>8. Deposit account number:  <u>03-3118</u>  (Attach duplicate copy of this page if paying by deposit account)</p>
--	---

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.*

      9/1/00  
Janet L. Cullum      Date

Total number of pages including cover sheet, attachments, and document: 6

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

09/20/2000 DNGUYEN 00000249 2105259

01 FC:481      40.00 OF  
02 FC:482      25.00 OF

# State of California



## SECRETARY OF STATE

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

That the attached transcript of 16 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

A0537004

1183477 JUN

FILED  
in the office of the Secretary of State  
of the State of California

DEC 17 1999

*Bill Jones*  
L. JONES, Secretary of State

AGREEMENT OF MERGER  
OF  
CISCO SYSTEMS, INC.  
AND  
INTERNET ENGINEERING GROUP, L.L.C.

This Agreement of Merger, dated as of the 17th day of December 1999 (this "Merger Agreement"), between Cisco Systems, Inc., a California corporation ("Acquiror"), and Internet Engineering Group, L.L.C., a Michigan limited liability company ("Target").

RECITALS

- A. Target was organized in the State of Michigan on February 13, 1996 and immediately prior to the merger will have outstanding 1,250,000 Class A Units ("Membership Units").
- 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. Target and the Board of Directors of Acquiror deem it advisable and in their mutual best interests, and in the best interests of the members of Target and the shareholders of Acquiror, that Target be acquired by Acquiror through a merger ("Merger") of Target with and into Acquiror.
- D. The Board of Directors of Acquiror and the members of Target have approved the Merger.

NY01BUTZVA1P75 01 (AGW01.DOC)

A-1

TRADEMARK  
REEL: 002143 FRAME: 0869

AGREEMENTS

The parties hereto hereby agree as follows:

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

7. (a) Notwithstanding the approval of this Merger Agreement by the members of Target, this Merger Agreement shall terminate forthwith in the event that the Agreement and Plan of Reorganization shall be terminated as therein provided.

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

ACQUIROR

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

*He/ho*

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

TARGET

By: \_\_\_\_\_  
Mark Knopper, Member

By: \_\_\_\_\_  
R Eric Bennett, Member

[SIGNATURE PAGE TO AGREEMENT OF MERGER]

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

ACQUIROR

By: \_\_\_\_\_  
John T. Chambers  
President and Chief Executive Officer

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

TARGET

By: Mark Knopper  
Mark Knopper, Member

By: R. Eric Bennett  
R. Eric Bennett, Member

[SIGNATURE PAGE TO AGREEMENT OF MERGER]