

10-3-00

FORM PTO-1618A

F

11-06-2000

HEET U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office
TRADEMARK

OMB No. 0651-0027 (exp. 6/30/99)



101506012

Attorney Docket: 95W328US

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

SIEMENS TELECOM NETWORKS, a Delaware
general partnership

Additional name(s) of conveying party(ies) attached? ___ Yes; X No

2. Name and address of receiving party(ies)

Name: SIEMENS TELECOM NETWORKS LLC, a
Delaware limited liability company

Internal Address: _____

Street Address: 900 Broken Sound Parkway

City: Boca Raton State: FL ZIP: 33487

Additional name(s) & address(es) attached? ___ Yes X No

3. Nature of conveyance:

___ Assignment ___ Merger
___ Other X

Execution Date(s): September 30, 1998

4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:
A. Trademark Application No.(s) _____ B. Trademark Registration No.(s) 1183574 (for CMAC)

Additional numbers attached? ___ Yes X No

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

Name: Elsa Keller

Internal Address: _____
Siemens Corporation
Intellectual Property Department

Street Address: 186 Wood Avenue South

City: Iselin State: NJ ZIP: 08830

6. Total number of applications and registrations involved: 1

7. Total Fee (37 CFR 3.41) \$ 40.00
___ Enclosed
X Authorized to be charged to deposit account

8. Deposit Account No.
19-2179

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.

Rosa S. Kim, Reg.No. 39,728 Rosa S. Kim 9-28-00
Name of person signing Signature Date

Total number of pages including cover sheet, attachments, and document: 9

11/03/2000 DBYRNE 00000132 192179 1183574
01 FC:481 40.00 CH

TRADEMARK
REEL: 002167 FRAME: 0888

State of Delaware
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:

"SIEMENS TELECOM NETWORKS", A DELAWARE GENERAL PARTNERSHIP, WITH AND INTO "SIEMENS TELECOM NETWORKS LLC" UNDER THE NAME OF "SIEMENS TELECOM NETWORKS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 1998, AT 4:02 O'CLOCK P.M.



Edward J. Freel

 Edward J. Freel, Secretary of State

2948461 8100M
 981381034

AUTHENTICATION: 9333353
 DATE: 10-01-98

TRADEMARK
 REEL: 002167 FRAME: 0889

CERTIFICATE OF MERGER**MERGING****SIEMENS TELECOM NETWORKS****WITH AND INTO****SIEMENS TELECOM NETWORKS LLC**

Siemens Telecom Networks, a Delaware general partnership ("STN GP"), and Siemens Telecom Networks LLC, a Delaware limited liability company ("STN LCC"), DO HEREBY CERTIFY AS FOLLOWS:

FIRST: That the name and state of organization of each of STN GP and STN LLC is as follows:

STN GP — State of Delaware
STN LLC — State of Delaware

SECOND: That a Merger Agreement dated as of September 30, 1998 (the "Merger Agreement"), between STN GP and STN LCC, providing for the merger (the "Merger") of STN GP with and into STN LCC, has been approved, adopted, certified, executed and acknowledged by each of STN GP and STN LCC in accordance with Section 18-209 of the Limited Liability Company Act of the State of Delaware.

THIRD: That the Merger shall become effective at 6 p.m. E.S.T. on September 30, 1998.

FOURTH: That the name of the surviving entity (the "Surviving Company") in the Merger shall be Siemens Telecom Networks LLC, and the Surviving Company shall be a Delaware limited liability company.

FIFTH: That the Certificate of Formation, Limited Liability Company Agreement and the By-Laws of STN LCC shall be the Certificate of Formation, Limited Liability Company Agreement and the By-Laws of the Surviving Company.

SIXTH: That an executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Company at the following address: 900 Broken Sound Parkway, Boca Raton, Florida 33487.

NG143427.2

TRADEMARK
REEL: 002167 FRAME: 0890

SEVENTH: That a copy of the Merger Agreement will be furnished by the Surviving Company, on request, and without cost, to any partner or member of STN GP or STN LCC, as the case may be.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, STN GP has caused this Certificate of Merger to be signed by Siemens Communication Systems, Inc. and Siemens Communications, L.P., its general partners, and STN LOC has caused this Certificate of Merger to be signed by Kenneth J. Russell, its President and Chief Executive Officer, each as of this 30 day of September, 1998.

SIEMENS TELECOM NETWORKS

By: **SIEMENS COMMUNICATION SYSTEMS, INC., its general partner**

By: *Frederick R. Fromm*
Name: **Frederick R. Fromm**
Title: **President and Chief Executive Officer**

By: **SIEMENS COMMUNICATIONS, L.P., its general partner**

By: **SIEMENS COMMUNICATION SYSTEMS, INC., its general partner**

By: *Frederick R. Fromm*
Name: **Frederick R. Fromm**
Title: **President and Chief Executive Officer**

By: **SIEMENS ENERGY & AUTOMATION, INC., its limited partner**

By: _____
Name: **Thomas J Malott**
Title: **President and Chief Executive Officer**

SIEMENS TELECOM NETWORKS LLC

By: *K Russell*
Name: **Kenneth J. Russell**
Title: **President and Chief Executive Officer**

IN WITNESS WHEREOF, STN GP has caused this Certificate of Merger to be signed by Siemens Communication Systems, Inc. and Siemens Communications, L.P., its general partners, and STN LLC has caused this Certificate of Merger to be signed by Kenneth J. Russell, its President and Chief Executive Officer, each as of this 30 day of September, 1998.

SIEMENS TELECOM NETWORKS

By: SIEMENS COMMUNICATION SYSTEMS, INC., its general partner

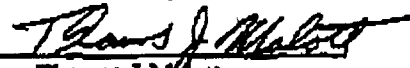
By: _____
Name: Frederick R. Fromm
Title: President and Chief Executive Officer

By: SIEMENS COMMUNICATIONS, L.P., its general partner

By: SIEMENS COMMUNICATION SYSTEMS, INC., its general partner

By: _____
Name: Frederick R. Fromm
Title: President and Chief Executive Officer

By: SIEMENS ENERGY & AUTOMATION, INC., its limited partner

By: 
Name: Thomas J. Malott
Title: President and Chief Executive Officer

SIEMENS TELECOM NETWORKS LLC

By: _____
Name: Kenneth J. Russell
Title: President and Chief Executive Officer

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 LIMITED LIABILITY COMPANY OF "SIEMENS TELECOM NETWORKS LLC", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF SEPTEMBER, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

2948461 8100

AUTHENTICATION:

9322927

DATE:

TRADEMARK

REEL: 002167 FRAME: 0894

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/25/1998
98137273Z - 2948461

CERTIFICATE OF FORMATION
OF
SIEMENS TELECOM NETWORKS LLC

ARTICLE I.
NAME

The name of the limited liability company (the "Company") is Siemens Telecom Networks LLC.

Upon the receipt from Siemens Aktiengesellschaft, a corporation organized and existing under the laws of the Federal Republic of Germany and which has granted the Company the right to use the name "Siemens", or from its legal successor or duly authorized agent, of a written request that this Company cease to use the name Siemens as a corporate name, any proper officer of this Company is authorized and directed to execute and file a Certificate of Amendment to the Certificate of Formation of the Company, changing the name of the Company to any name acceptable to the Secretary of State of Delaware which shall not contain the name Siemens in any form, nor any variation thereof, nor any word that indicates that the Company is related to Siemens Aktiengesellschaft or any affiliate thereof. Such amendment shall also delete this paragraph of this Article FIRST. Any amendment of this Article FIRST, except the amendment specifically authorized by this paragraph, shall require the unanimous vote of the entire Board of Managers of the Company and the unanimous vote of all members of the Company.

ARTICLE II.
REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the Company in the State of Delaware is 1013 Centre Road, Wilmington, Delaware 19805-1297, County of New Castle. The name of the registered agent of the Company in the State of Delaware is Corporation Service Company. The address of the registered agent in the State of Delaware is 1013 Centre Road, Wilmington, Delaware 19805-1297.

ARTICLE III.
DURATION

The duration of the Company is to be perpetual, unless sooner terminated in accordance with the Limited Liability Company Act of the State of Delaware (the "Act").

ARTICLE IV.
PURPOSE

The purpose of the Company is to engage in any lawful act or activity for which a limited liability company may be organized under the Act.

W010108.2

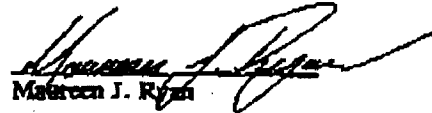
MAY 02 '00 15:37 FR SIEMENS-IPD
OCT 07 '98 17:01 FR SIEMENS LEGAL

1 732 321 3014 TO IPD/WEST COAST
212 767 0581 TO 17323213014

P.11/15
P.25/44

IN WITNESS WHEREOF, this Certificate has been executed as of this 25th day of September, 1998, by the undersigned authorized signatory who affirms that, to the best of her knowledge and belief, the facts stated herein are true.

Authorized Person:


Maureen J. Ryan