

03-08-2001



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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
07 10 2000
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Sunrise Telecom, Inc.

07 10 2000

Formerly _____

75429641

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Sunrise Telecom Incorporated

DBA/AKATA _____

Composed of _____

Address (line 1) 22 Great Oaks Boulevard

Address (line 2) _____

Address (line 3) San Jose

City

California

State/Country

95119

Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Delaware

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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

REEL: 002246 FRAME: 0307

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="75429641"/>	<input type="text" value="75429642"/>	<input type="text" value="76126928"/>
<input type="text" value="76020585"/>	<input type="text" value="76020586"/>	<input type="text" value="76020587"/>
<input type="text" value="76020588"/>	<input type="text" value="76020589"/>	<input type="text" value="76020590"/>

<input type="text" value="2363605"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

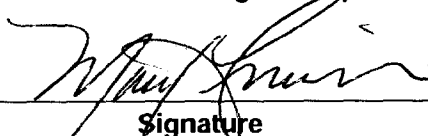
(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

Mary A. Francis
Name of Person Signing


Signature

2.26.01
Date Signed



SECRETARY OF STATE

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

That the attached transcript of 5 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

JUL 21 2000



Bill Jones

Secretary of State

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

State of Delaware

Office of the Secretary of State

PAGE 1

JUL 13 2000

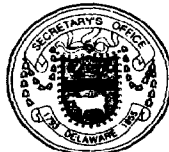
BILL JONES, Secretary of State

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:

"SUNRISE TELECOM, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "SUNRISE TELECOM INCORPORATED" UNDER THE NAME OF "SUNRISE TELECOM INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF JULY, A.D. 2000, AT 12:05 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

AUTHENTICATION:

0547705

DATE:

07-10-00

TRADEMARK

REEL: 002246 FRAME: 0310

3165286 8100M

001346799

CERTIFICATE OF MERGER

OF

SUNRISE TELECOM, INC.,
a California corporation

INTO

SUNRISE TELECOM INCORPORATED,
a Delaware corporation

Under Section 252(c) of the Delaware General Corporation Law Sunrise Telecom Incorporated, a Delaware corporation, hereby certifies that:

FIRST: The name and state of incorporation of each of the constituent corporations to the merger are (1) Sunrise Telecom, Inc., a California corporation, and (2) Sunrise Telecom Incorporated, a Delaware corporation.

SECOND: An agreement and plan of merger (the "Agreement and Plan of Merger") providing for the merger of Sunrise Telecom Inc., a California corporation (the "Disappearing Corporation"), into Sunrise Telecom Incorporated, a Delaware corporation (the "Surviving Corporation"), has been duly approved, adopted, certified, executed and acknowledged in accordance with Section 252(c) of the Delaware General Corporation Law.

THIRD: The full name of the Surviving Corporation is Sunrise Telecom Incorporated.

FOURTH: The certificate of incorporation of Sunrise Telecom Incorporated shall be the certificate of incorporation of the Surviving Corporation.

FIFTH: The Agreement and Plan of Merger as executed is on file at the principal place of business of the Surviving Corporation at:


22 Great Oaks Boulevard
San Jose, California 95119

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The aggregate number of shares of stock which the Disappearing Corporation has the authority to issue is one hundred million (100,000,000) shares, all of which shares are designated common stock, without par value.

Sunrise Telecom Incorporated has caused this Certificate to be signed in San Jose, California by Paul Ker-Chin Chang, its President and Robert C. Pfeiffer, its Secretary, who affirm under penalties of perjury that the facts stated in this Certificate are true this July 10, 2000.

By: 
Paul Ker-Chin Chang, President and
Chief Executive Officer

By: 
Robert C. Pfeiffer, Secretary

Office of the Secretary of State

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Edward J. Freel

Edward J. Freel, Secretary of State

3165286 8100M

001346799

AUTHENTICATION: 0547704

DATE: 07-10-00

TRADEMARK REEL: 002246 FRAME: 0313

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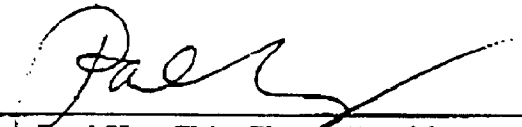
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