

State of California



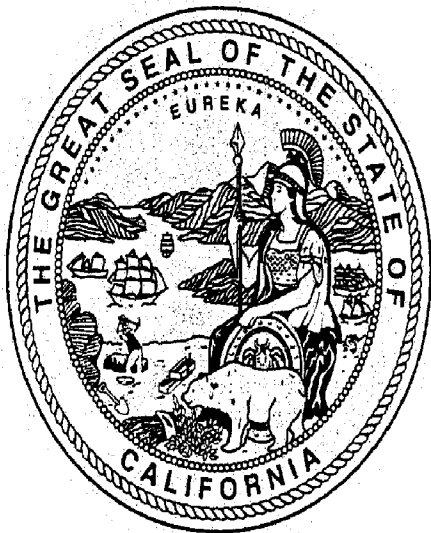
SECRETARY OF STATE

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

That the attached transcript of 3 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

A0542329

103477 SURV
CERTIFICATE OF OWNERSHIP
MERGING
AIRONET WIRELESS COMMUNICATIONS, INC.
INTO
CISCO SYSTEMS, INC.

FILED DFR
In the Office of the Secretary of State
of the State of California

MAR 29 2000

Bill Jones
BILL JONES, Secretary of State

David Rogan, Vice President and Corporate Treasurer, and Larry R. Carter, Secretary, of Cisco Systems, Inc., a California corporation ("the Company"), do hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

	<u>Name</u>	<u>State of Incorporation</u>
Parent:	Cisco Systems, Inc.	California
Subsidiary:	Aironet Wireless Communications, Inc.	Delaware

SECOND: That the Company owns 100 percent of the outstanding common stock of Aironet Wireless Communications, Inc., a Delaware corporation ("Aironet Wireless Communications").

THIRD: That the Company's Board of Directors has determined to merge Aironet Wireless Communications, Inc. into the Company and has duly adopted the following resolutions:

WHEREAS, following the acquisition of Aironet Wireless Communications, Inc., the Company desires to merge Aironet Wireless Communications into the Company;

RESOLVED, that the Company shall merge Aironet Wireless Communications into the Company, thereby assuming all of Aironet Wireless Communications's rights, liabilities and obligations;

RESOLVED, that the officers of the Company be, and they hereby are, authorized for an on behalf of the Company to take such actions and to execute and deliver such documents and papers as they deem necessary or advisable to effectuate the purposes of the foregoing resolutions and to consummate the transactions contemplated thereby.

FOURTH: That the resolutions set forth above are a true and correct copy of the resolutions adopted by the Board of Directors of the Company on November 5, 1999 relating to the merger of Subsidiary into the Company.

David Rogan and Larry R. Carter say:

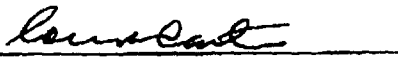
They are the Vice President and Corporate Treasurer and Secretary respectively of Cisco Systems, Inc., a California corporation. They have read the foregoing Certificate of Ownership and know the contents thereof. The same is true of their own knowledge.

Executed on March 24, 2000 at San Jose, Santa Clara County, California.

We declare under penalty of perjury that the foregoing is true and correct.



David Rogan
Vice President and Corporate Treasurer



Larry R. Carter
Secretary

David Rogan and Larry R. Carter say:

They are the Vice President and Corporate Treasurer and Secretary respectively of Cisco Systems, Inc., a California corporation. They have read the foregoing Certificate of Ownership and know the contents thereof. The same is true of their own knowledge.

Executed on March 24, 2000 at San Jose, Santa Clara County, California.

We declare under penalty of perjury that the foregoing is true and correct.

David Rogan
Vice President and Corporate Treasurer



Larry R. Carter
Secretary

