03-29-2001

101652119

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

MAR 1 2 2001

	RECORDATIO	ON FORM COVER SHEET MAH 2 (200) DEMARKS ONLY
3.12	IKAD	Patent and Trademark Office Docket No. 031666.2000.0367
To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.		
1. Name of Conveying p JetCell, Inc. Individual(s) General Partnersh Corporation-State Delaware Additional name(s) of conv 3. Nature of conveyance Assignment Security Agreeme Other: Execution Date: May	Association Limited Partnership Other eying party(ies) attached? Yes No :	2. Name and address of receiving party(ies): Name: Cisco Systems, Inc. Street Address: 170 West Tasman Drive San Jose, CA 95134-1706 Individual(s) citizenship: Association: General Partnership: Limited Partnership: Corporation-State: California Other: Additional name(s) & address(es) attached? Yes No
A. Application number(s A. Trademark App Additional numbers attach		B. Registration No.(s)
5. Name and address of party to whom correspondence concerning document should be mailed: Rochelle D. Alpert Brobeck, Phleger & Harrison LLP Spear Street Tower One Market San Francisco, CA 94105		 6. Total number of applications and trademark registrations involved: 1 7. Total fee (37 C.F.R. § 3.41): \$40.00 ☑ Enclosed ☐ Authorized to be charged to deposit account, referencing Attorney Docket: [DOCKET NUMBER] 8. Deposit account number: 02-3950
The Commission	er is hereby authorized to charge any fees under 37 C.F.R. § 1	.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 02-3950.
03/28/2001 DBYRNE 00000 01 C:481 . Statement and Signat	ti 38 75593056 40.00 52 ure. knowledge and belief, the foregoing informati	ion is true and correct and any attached copy is a true copy of the original document. A Good Market Copy is a true copy of the original document. Date Date Date Copy is a true copy of the original document.
	Commission	orded with required cover sheet information to: oner of Patents and Trademarks Box Assignments 'ashington, D.C. 20231



SECRETARY OF STATE

9

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

That the attached transcript of $\frac{9}{2}$ 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 0 3 2000

Secretary of State

Sec:State Form CE-108 (rev. 6-98)

TRADEMARK

A0544633

//83477 Jaw AGREEMENT OF MERGER

OF

CISCO SYSTEMS, INC.

MAY 0 1 2000

NOTE: INVES. SECRET OF STATE

STREET, STREET

FILED
In the office of the Secretary of State
of the State of Collection

AND

JETCELL, INC.

This Agreement of Merger, dated as of the 1st day of May, 2000 ("Merger Agreement"), between Cisco Systems, Inc., a California corporation ("Acquiror"), and JetCell, Inc., a Delaware corporation ("Target").

RECITALS

- A. Target was incorporated in the State of Delaware on February 6, 1998 and on the date hereof has outstanding 10,477,426 shares of Common Stock ("Target Common Stock"), 9,603,949 shares of Series A Preferred Stock (the "Target Series A Preferred Stock") and 2,827,773 shares of Series B Preferred Stock (the "Target Series B Preferred Stock"). The Target Series A Preferred Stock and the Target Series B Preferred Stock is hereinafter collectively referred to as the "Target Preferred Stock," and together with the shares of Target Common Stock as the "Target Shares."
- 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 stockholders 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 stockholders 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 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.

1

TRADEMARK REEL: 002260 FRAME: 0324

REDACTED

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

TRADEMARK REEL: 002260 FRAME: 0325

THE THE PROPERTY OF

REDACTED

3

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

CISC	03131EM3, INC.
By:	Mike Volpi, Vice Fresident Carroll
	Larry R. Carter, Secretary
JETC	ELL, INC.
	•
Ву:	
	David J. McClure, President and Chief Executive Officer
By:	
•	Toffeen Cuta Connetomy

[SIGNATURE PAGE TO AGREEMENT OF MERGER]

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

By:

Mike Volpi, Vice President

By:

Larry R. Carter, Secretary

JETCELL, INC.

By:

David J. McClure, President and Chief Executive Officer

By:

Jeffrey Supp Secretary

[SIGNATURE PAGE TO AGREEMENT OF MERGER]

4

TRADEMARK