**REC** 

05-14-2001



EET

101715071

Patent and Trademark Office Docket No. 031666.2000

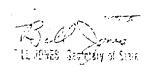
Docket No. 031666.2000	
To the Commissioner of Patents and Trademark	cs: Please record the attached original documents or copy thereof.
1. Name of Conveying party(ies):	2. Name and address of receiving party(ies):
Active Voice Corporation  ☐ Individual(s) ☐ Association ☐ General Partnership ☐ Limited Partnership 図 Corporation-State ☐ Other  Washington	Name: Cisco Systems, Inc. Street Address: 170 West Tasman Drive San Jose, CA 95134-1706  Individual(s) citizenship:
Additional name(s) of conveying party(ies) attached?   Yes  No	☐ Association: ☐ General Partnership:
3. Nature of conveyance:	☐ Limited Partnership:
☐ Assignment ☑ Merger ☐ Security Agreement ☐ Change of Name ☐ Other:	☐ Other:  Additional name(s) & address(es) attached? ☐ Yes ☑ No
Execution Date: February 14, 2001	
4. Application number(s) or registration number(s):	
A. Trademark Application No.(s) 75/416,250; 5/763,426 and 75/763,939  B. Registration No.(s)  Additional numbers attached?   Yes  No	
5. Name and address of party to whom correspondence concerning	6. Total number of applications and trademark registrations involved: 3
document should be mailed:	7. Total fee (37 C.F.R. § 3.41): \$90.00
Rochelle D. Alpert Brobcek, Phleger & Harrison LLP Spear Street Tower One Market	<ul> <li>☑ Enclosed</li> <li>☐ Authorized to be charged to deposit account, referencing Attorney Docket:</li> </ul>
San Francisco, CA 94105	8. Deposit account number: <u>02-3950</u>
The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 121 which may be required by this paper, or to credit any overpayment to Deposit Account No. 02-3950.	
DO NOT USE THIS SPACE  FC:481	
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.	
Name: Rochelle D. Alpert	mature Hay 2, 2001
Total number of pages comprising cover sheet, attachment and document: 5	
Mail documents to be recorded with required cover sheet information to:  Commissioner of Patents and Trademarks  Box Assignments  Washington, D.C. 20231	

## A0560195

FILED
In the office of the Secretary of Scarce of the State of Collifornia

FEB 1 4 200 May

1183477 Surv
CERTIFICATE OF OWNERSHIP
OF
Active Voice Corporation
INTO
Cisco Systems, Inc.



To the Secretary of State State of California

Pursuant to the provisions of the General Corporation Law of the State of California, the undersigned officers of the parent corporation hereinafter named do hereby certify as follows:

FIRST: The name of the parent corporation, which is a business corporation of the State of California, and which is to be the surviving corporation under the merger herein certified, is <u>Cisco Systems</u>, Inc.,

SECOND: The name of the subsidiary corporation, which is a business corporation of the State of Washington, and which is to be the terminating corporation under the merger herein certified, is Active Voice Corporation.

THIRD: Cisco Systems, Inc. owns 100% of the outstanding shares of Active Voice Corporation.

FOURTH: That the merger shall become effective 4:30 p.m. (pacific standard time) on the same day this Certificate of Ownership is filed with the Secretary of State of the State of California.

FIFTH: The following is a copy of the resolution to merge Active Voice Corporation into Cisco Systems, Inc. as adopted and approved by the Board of Directors of Cisco Systems, Inc.:

RESOLVED, that Cisco Systems, Inc., which is a business corporation of State of California and is the owner of all of the outstanding shares of Active Voice Corporation, which is a business corporation of the State of Washington, does hereby merge Active Voice Corporation into Cisco Systems, Inc. pursuant to the provisions of the General Corporation Law of the State of California and pursuant to the provisions of the Washington Business Corporation Act and does hereby assume all of the liabilities of Active Voice Corporation;

RESOLVED, that Active Voice Corporation shall be the terminating corporation upon the effective date of the merger herein provided for pursuant to the Washington Business Corporation Act and to the provisions of the General Corporation Law of the State of California, and Cisco Systems, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of the General Corporation Law of the State of California;

California Wholly Owned Subsidiary Merger-Foreign Subsidiary into Domestic Parent Corporation 3/00-1

TRADEMARK REEL: 002294 FRAME: 0325 RESOLVED, that the issued shares of Active Voice Corporation shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, inasmuch as Cisco Systems, Inc. is the owner of all outstanding shares of Active Voice Corporation, but each said share which is issued as of the complete effective date of the merger shall be surrendered and extinguished;

RESOLVED that, the Board of Directors and the proper officers of Cisco Systems, Inc. are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the merger herein provided for.

On the date set forth below, in the City of San Jose in the State of California, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that he signed the foregoing certificate in the official capacity set forth beneath his signature, and that the statements set forth in said certificate are true of his own knowledge.

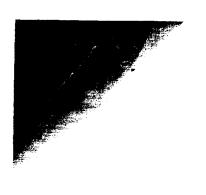
Executed on this  $14^{th}$  day of February, 2001.

Dan Scheinman

SR Vice President, Legal & Governmental Affairs

Larry Carter, Secretary

California Wholly Owned Subsidiary Merger-Foreign Subsidiary into Domestic Parent Corporation 3/00-2



RESOLVED, that the issued shares of Active Voice Corporation shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, inasmuch as Cisco Systems, Inc. is the owner of all outstanding shares of Active Voice Corporation, but each said share which is issued as of the complete effective date of the merger shall be surrendered and extinguished;

RESOLVED that, the Board of Directors and the proper officers of Cisco Systems, Inc. are hereby authorized, empowered and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the merger herein provided for.

On the date set forth below, in the City of San Jose in the State of California, each of the undersigned does hereby declare under the penalty of perjury under the laws of the State of California that he signed the foregoing certificate in the official capacity set forth beneath his signature, and that the statements set forth in said certificate are true of his own knowledge.

Executed on this  $\mathcal{L}^{\dagger b}$  day of February, 2001.

Dan Scheinman

SR Vice President, Legal & Governmental Affairs

Larry Carter, Secretary

ζ:

California Wholly Owned Subsidiary Merger-Foreign Subsidiary into Domestic Parent Corporation 3/00-2

PALLIBIDE\1279486.01(RF9@01:.DOC)