

01-11-2002



TRADEMARK 101941291

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies):
 CLEARVOX 1.4.02

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other _____

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

2. Name and address of receiving party(ies)
 Name: Plantronics, Inc.
 Internal Address: Legal Department
 Street Address: 345 Encinal Street
 City: Santa Cruz State: CA Zip: 95060

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designations must be a separate document from assignment)
 Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 12/27/00

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
 B. Trademark Registration No.(s)
2153081

Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 4

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Plantronics, Inc.
 Internal Address: Legal Department
 Street Address: 345 Encinal Street
 City: Santa Cruz State: CA Zip: 95060

7. Total fee (37 CFR 3.41).....\$ 115.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
 (Attach duplicate copy of this page if paying by deposit account)

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.

Richard R. Pickard *Richard R. Pickard* 12/2/01
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 8

01/11/2002 LNUELLER 00000045 2153081
 01 FC:481 40.00 00
 02 FC:482 75.00 00

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patent & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK
 REEL: 002420 FRAME: 0258

Attachment A for form PTO-1594
Continuation of Item 4

Trademark Registration No.(s)

2189755

DRIVEABOUT

2124314

CLEARSET

2279624

CELLSET

State of Delaware

PAGE 1

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 OWNERSHIP, WHICH MERGES:

"CLEARVOX COMMUNICATIONS, INC.", A CALIFORNIA CORPORATION, WITH AND INTO "PLANTRONICS, INC." UNDER THE NAME OF "PLANTRONICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2000, AT 4:30 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

2169347 8100M

AUTHENTICATION: 0988152

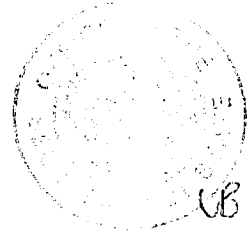
010000317

DATE: 01-02-01

Received Time Jan. 2. 1:00PM

TRADEMARK
REEL: 002420 FRAME: 0260

State of California



SECRETARY OF STATE

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

That the attached transcript of 4 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



JAN - 6 2001

Secretary of State

CERTIFICATE OF OWNERSHIP
MERGING
CLEARVOX COMMUNICATIONS, INC.
INTO
PLANTRONICS, INC.

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

DEC 29 2000

BILL JONES, Secretary of State

(PURSUANT TO SECTION 1110 OF THE CALIFORNIA CORPORATIONS CODE)

We, the undersigned S. Kenneth Kannappan and Kevin Goodwin certify that:

FIRST: We are the Chief Executive Officer and Secretary, respectively, of Plantronics, Inc., a Delaware corporation (the "Company").

SECOND: The Company owns 100% of the outstanding shares of ClearVox Communications, Inc., a California corporation ("Clearvox").

THIRD: The resolutions set forth in Exhibit A attached hereto was duly adopted by the Company's Board of Directors on December 27, 2000 by unanimous consent.

FOURTH: This Certificate of Ownership shall become effective on December 29, 2000 at 4:59 p.m. California time.

[THIS SPACE HAS INTENTIONALLY BEEN LEFT BLANK]

EXHIBIT A

WHEREAS: This Company is the legal and beneficial owner of one hundred percent (100%) of the outstanding shares of Common Stock, \$0.001 par value per share (the "Clearvox Common Stock"), of ClearVox Communications, Inc., a California corporation ("Clearvox").

WHEREAS: Said Clearvox Common Stock of Clearvox is the only issued and outstanding class of stock of Clearvox;

WHEREAS: This Company desires, on behalf of itself and in its capacity as the sole shareholder of Clearvox, to merge Clearvox into itself pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "Merger");

WHEREAS: This Company intends to hereby adopt a plan of liquidation within the meaning of Section 332 of the Internal Revenue Code, under which Clearvox will liquidate into this Company;

NOW, THEREFORE, BE IT RESOLVED: That effective upon the filing of an appropriate Certificate of Ownership and Merger embodying these resolutions with the Secretary of State of the State of Delaware, Clearvox hereby is merged into this Company, which will immediately receive all of the properties of Clearvox and assume all of the liabilities and obligations of Clearvox.

RESOLVED FURTHER: That the appropriate officers of this Company be, and each of them hereby is, authorized to make, execute and acknowledge, a Certificate of Ownership and Merger setting forth a copy of these resolutions providing for the merger of Clearvox into this Company, and the date and time of adoption hereof, and to cause the same to be filed with the Secretary of the State of Delaware and a certified copy recorded in the office of the Recorder of Deeds of New Castle County and to do all acts and things, whatsoever, whether within or without the State of Delaware, that may be in any way necessary or appropriate to effect said Merger.

RESOLVED FURTHER: That the appropriate officers of this Company be, and each of them hereby is, authorized to make, execute and acknowledge, a Certificate of Ownership setting forth a copy of these resolutions providing for the merger of Clearvox into this Company, and the date and time of adoption hereof, and to cause the same to be filed with the Secretary of the State of California and to do all acts and things, whatsoever, whether within or without the State of California, that may be in any way necessary or appropriate to effect said Merger.

OMNIBUS RESOLUTIONS

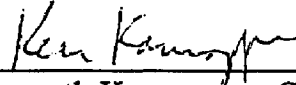
RESOLVED FURTHER: That any acts of any officer or officers of the Company and of any person or persons designated and authorized to act by any officer of the Company, which

acts would have been authorized by the foregoing resolutions except that such acts were taken prior to the adoption of such resolutions, are hereby severally ratified, confirmed, approved and adopted as the acts of the Company.

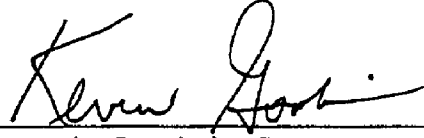
RESOLVED FURTHER: That the officers of the Company are hereby authorized, directed and empowered to execute all documents and take whatever action is deemed necessary or advisable to carry out and perform the obligations of the Company as set forth in the resolutions set forth above, and all actions taken by them prior hereto with such purpose are hereby ratified.



IN WITNESS WHEREOF, each of the undersigned declares under penalty of perjury that the statements contained in the foregoing certificate are true of their knowledge. Executed on December 27, 2000 in Santa Cruz, California.



S. Kenneth Kannappan, Chief Executive Officer



Kevin Goodwin, Secretary