paper, as described herein, are being deposited in the United States Postal Service, as first class mail, with sufficient postage, in an envelope addressed to: Commissioner for Patents and Irrademarks, Washington, D.C. 20231 on \_ Signature

Michael B. Lasky

TRADEMARK

REEL: 002501 FRAME: 0020

# State of Delaware

# 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 MERGER, WHICH MERGES:

"ON NETCOM INC. TA MINNESOTA CORPORATION,

WITH AND INTO THE NEED ON AND PARTIES OF "GN NETCOM/UNEX AND " A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS REDETVED AND FILED IN THIS OFFICE THE THIRTY FERST DAYS OF DECEMBERS A.D. 1996 AT 9 O'CLOCK

A CERTIFIED BOOF WOE GRIS CERTIFICATE HAS BEEN FORWARDED TO





Edward J. Freel, Secretary of State

2667360 8100M

960388734

AUTHENTICATION:

8266862

DATE:

12-31-96

TRADEMARK REEL: 002501 FRAME: 0021

#### CERTIFICATE OF MERGER

of

### GN NETCOM INC.

#### with and into

## GN NETCOM/UNEX INC.

GN NETCOM/UNEX INC., a corporation organized and existing under the State of Delaware, does hereby certify that:

1. The name and state of incorporation of each of the constituent corporations of the merger is as follows:

Name State of Incorporation

GN Netcom Inc. Minnesota
GN Netcom/Unex Inc. Delaware

- A Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of Delaware.
- 3. The name of the surviving corporation of the merger is GN Netcom/Unex Inc., a Delaware corporation.
- 4. The Certificate of Incorporation GN Netcom/Unex Inc., a Delaware corporation, which is surviving the merger, shall be the Certificate of Incorporation of the surviving corporation.
- 5. The executed Plan of Merger is on file at the principal place of business of the surviving corporation which is 77 Northeastern Blvd., Nashua, NH 03062.
- 6. A copy of the Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

/dpm/cm/010/08937/005/CORP.DOCS/ningm.com

TRADEMARK
REEL: 002501 FRAME: 0022

The authorized capital stock of each foreign corporation which is a party to 7. the merger is as follows:

Corporation

Cless

Number of Shares

Par Value per Share

GN Netcom Inc. Shares

2,500,000

\$0.01

This Certificate of Merger shall be affective on January 1, 1997. 8.

Dated: December 31, 1996

GN NETCOM/UNEX INC.

Title: Vice President

/downers to captions COTAT DOCS Towners

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**TRADEMARK** REEL: 002501 FRAME: 0023