

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Conversion from Texas to Delaware		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Mavenir Systems, Inc.		03/30/2006	CORPORATION: TEXAS
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Mavenir Systems, Inc.		
<b>Street Address:</b>	1651 N. Glenville Road, Suite 201		
<b>City:</b>	Richardson		
<b>State/Country:</b>	TEXAS		
<b>Postal Code:</b>	75081		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78769642	MAVENIR ICE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(877)769-7945		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	214-292-4031		
<b>Email:</b>	tmdocdal@fr.com		
<b>Correspondent Name:</b>	Russell N. Rippamonti		
<b>Address Line 1:</b>	P.O. Box 1022		
<b>Address Line 4:</b>	Minneapolis, MINNESOTA 55440-1022		
<b>ATTORNEY DOCKET NUMBER:</b>	19215-009001		
<b>NAME OF SUBMITTER:</b>	Russell N. Rippamonti		
<b>Signature:</b>	/rnr/		
<b>Date:</b>	07/06/2006		

CH \$40.00 78769642

**Total Attachments: 7**

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**Office of the Secretary of State**

**CERTIFICATE OF CONVERSION**

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Mavenir Systems Inc.  
File Number: 800535580

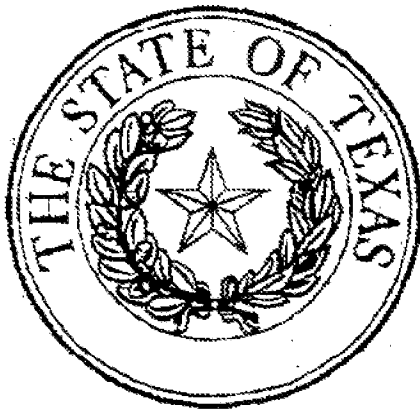
Converting it to

Mavenir Systems, Inc.  
File Number: [Entity not of Record, Filing Number Not Available]

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 03/30/2006

Effective: 03/30/2006 05:00 pm



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State

ARTICLES OF CONVERSION  
CONVERTING  
MAVENIR SYSTEMS, INC.  
(a Texas corporation)  
INTO  
MAVENIR SYSTEMS, INC.  
(a Delaware corporation)

Corporations Section

Pursuant to the provisions of Article 5.18 of the Texas Business Corporation Act, the undersigned Converting Entity (as defined below) certifies the following Articles of Conversion adopted for the purpose of effecting a conversion in accordance with the provisions of the Texas Business Corporation Act and the Delaware General Corporation Law.

1. A plan of conversion (the "Plan of Conversion") was approved and adopted in accordance with the provisions of Article 5.17 of the Texas Business Corporation Act providing for the conversion of Mavenir Systems, Inc., an entity organized under the Texas Business Corporation Act (the "Converting Entity"), to Mavenir Systems, Inc., an entity incorporated under the Delaware General Corporation Law (the "Converted Entity").

2. An executed copy of the Plan of Conversion is on file at the principal place of business of the Converting Entity located at 100 North Central Expressway, Suite 900, Richardson, TX 75080 and, from and after the conversion, an executed copy of the Plan of Conversion will be on file at the principal place of business of the Converted Entity located at 100 North Central Expressway, Suite 900, Richardson, TX 75080.

3. A copy of the Plan of Conversion will be furnished by the Converting Entity (prior to the conversion) or by the Converted Entity (after the conversion) on written request and without cost to any stockholder of the Converting Entity or the Converted Entity, respectively.

4. The approval of the Plan of Conversion was duly authorized by all action required by the laws under which the Converting Entity is organized and by its constituent documents. There are 10,000,000 shares of Common Stock of the Converting Entity outstanding and entitled to vote on the Plan of Conversion.

5. The number of shares that voted for and against the Plan of Conversion, respectively, are as follows:

<u>Total Voted For</u>	<u>Total Voted Against</u>
10,000,000	0

6. Two copies of the Certificate of Incorporation of the Converted Entity, which is to be created pursuant to the Plan of Conversion, are being filed with the Secretary of State with these Articles of Conversion. A copy of the Certificate of Incorporation of the Converted Entity is attached as Exhibit A to these Articles of Conversion.

7. The Converted Entity will be responsible for the payment of all fees and franchise taxes for which the Converting Entity is liable, and further, Converted Entity will be obligated to pay such fees and franchise taxes if the same are not timely paid.

8. The conversion will become effective at 5:00 p.m., Central Standard Time, on March 30, 2006.

MAVENIR SYSTEMS, INC.

By: PK Patel

Pulin Patel, President

**Exhibit A**

**Certificate of Incorporation**

3395772\_1.DOC

**TRADEMARK**

**REEL: 003342 FRAME: 0363**

**CERTIFICATE OF INCORPORATION**

**OF**

**MAVENIR SYSTEMS, INC.**

**ARTICLE I**

The name of the corporation is Mavenir Systems, Inc.

**ARTICLE II**

The address of the corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, State of Delaware 19808. The name of its registered agent at such address is the Corporation Service Company.

**ARTICLE III**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware as the same exists or may hereafter be amended.

**ARTICLE IV**

This corporation is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock the corporation has authority to issue is 14,000,000 with par value of \$0.001 per share.

**ARTICLE V**

The name and mailing address of the incorporator are as follows:

Palin Patel  
1651 N. Greenville Road  
Suite 201  
Richardson, Texas 75081

**ARTICLE VI**

In furtherance and not in limitation of the powers conferred by statute, the board of directors of the corporation is expressly authorized to make, alter, amend or repeal the bylaws of the corporation.

**ARTICLE VII**

Elections of directors need not be by written ballot unless otherwise provided in the bylaws of the corporation.

## ARTICLE VIII

To the fullest extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for any action taken, or any failure to take any action, as a director.

The corporation shall indemnify and hold harmless, to the fullest extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, any director or officer of the corporation who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "Proceeding") by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was a director, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or non-profit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses reasonably incurred by such person in connection with any such Proceeding. The corporation shall be required to indemnify a person in connection with a Proceeding initiated by such person only if the Proceeding was authorized by the Board.

The corporation shall have the power to indemnify and hold harmless, to the extent permitted by the Delaware General Corporation Law, or any other applicable law, as the same exists or may hereafter be amended, any employee or agent of the corporation who was or is made or is threatened to be made a party or is otherwise involved in any Proceeding by reason of the fact that he or she, or a person for whom he or she is the legal representative, is or was an employee or agent of the corporation or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation or of a partnership, joint venture, trust, enterprise or non-profit entity, including service with respect to employee benefit plans, against all liability and loss suffered and expenses reasonably incurred by such person in connection with any such Proceeding.

Neither any amendment nor repeal of this Article, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article, shall eliminate or reduce the effect of this Article in respect of any matter occurring, or any cause of action, suit or claim accruing or arising or that, but for this Article, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

## ARTICLE IX

Except as provided in Article VIII above, the corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.



I, the undersigned, as the sole incorporator of the corporation, have signed this Certificate of Incorporation on March ~~30~~ 2006.

  
\_\_\_\_\_  
Pulin Patel  
Incorporator