

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Artisoft, Inc.		04/03/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Vertical Communications, Inc.		
Street Address:	One Memorial Drive		
City:	Cambridge		
State/Country:	MASSACHUSETTS		
Postal Code:	02142		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78617554	VERTICAL COMMUNICATIONS	
Registration Number:	2269940	VERTICAL NETWORKS	
Registration Number:	2269492	INSTANTOFFICE	
CORRESPONDENCE DATA			
Fax Number:	(415)442-1001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	415-442-1326		
Email:	ralpert@morganlewis.com		
Correspondent Name:	Rochelle D. Alpert		
Address Line 1:	One Market, Spear Street Tower		
Address Line 4:	San Francisco, CALIFORNIA 94105		
ATTORNEY DOCKET NUMBER:	058811.2000		
NAME OF SUBMITTER:	Rochelle D. Alpert		
Signature:	/rda/		

CH \$90.00 78617554

Date:

07/31/2006

Total Attachments: 2

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AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ARTISOFT, INC.

(PURSUANT TO SECTIONS 242 AND 245 OF THE
GENERAL CORPORATION LAW OF THE STATE OF DELAWARE)

Artisoft, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "General Corporation Law"), does hereby certify as follows:

1. That the name of this corporation is Artisoft, Inc., and that this corporation was originally incorporated pursuant to the General Corporation Law by filing a Certificate of Incorporation on July 25, 1991 under the name Artisoft, Inc.
2. This Amended and Restated Certificate of Incorporation restates and integrates and further amends the certificate of incorporation of Artisoft, Inc., as heretofore amended, restated or supplemented.
3. This Amended and Restated Certificate of Incorporation has been duly adopted in accordance with the provisions of Sections 242 and 245 of the General Corporation Law and was approved by the stockholders of Artisoft, Inc. at a meeting duly called on April 3, 2006.
4. The text of the certificate of incorporation of Artisoft, Inc., as heretofore amended, restated or supplemented, is hereby amended and restated in its entirety as follows:

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
VERTICAL COMMUNICATIONS, INC.

FIRST: The name of this corporation is Vertical Communications, Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "General Corporation Law").

FOURTH: The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 250,000,000 shares of Common Stock, \$0.01 per value per share ("Common Stock"), and (ii) 30,000,000 shares of Preferred Stock, \$1.00 per value per share ("Preferred Stock").

The following is a statement of the designations and the powers, privileges and rights, and the qualifications, limitations or restrictions thereof in respect of each class of capital stock of the Corporation.

DAL:606961.1

1. Any repeal or modification of this Article NINTH shall not adversely effect any right or protection of a director or officer of the Corporation with respect to any acts or omission of such director or officer occurring prior to such repeal or modification.

TENTH: This Corporation shall have perpetual existence.

ELEVENTH: The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Amended and Restated Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation."

DAL-60686.1