

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	10/30/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
ALTEC LANSING, A DIVISION OF PLANTRONICS, INC	FORMERLY ALTEC LANSING TECHNOLOGIES, INC	10/30/2006	CORPORATION:

**RECEIVING PARTY DATA**

Name:	PLANTRONICS, INC
Street Address:	345 Encinal St.
Internal Address:	Legal Department - Trademarks
City:	Santa Cruz
State/Country:	CALIFORNIA
Postal Code:	95060
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	3442085	SOUNDBLADE
Registration Number:	3517614	NOBI
Registration Number:	3372363	LIVE IN THE MIX
Registration Number:	3372360	SEAL OUT NOISE. SEAL IN SOUND.
Registration Number:	3446227	MUZX

**CORRESPONDENCE DATA**

Fax Number: (831)458-7892  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: trademarks@plantronics.com  
 Correspondent Name: Francois de Villiers  
 Address Line 1: 345 Encinal St.  
 Address Line 2: Legal Department - Trademarks

CH \$140.00 3442085

Address Line 4: Santa Cruz, CALIFORNIA 95060

ATTORNEY DOCKET NUMBER:

NEW ASSIGNMENTS - 5 MARKS

NAME OF SUBMITTER:

Michael Rodriguez Reg. No.:53528

Signature:

/MR/

Date:

03/04/2009

Total Attachments: 5

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# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, 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:

"ALTEC LANSING TECHNOLOGIES, INC.", A PENNSYLVANIA 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 THIRTIETH DAY OF OCTOBER, A.D. 2006, AT 4:54 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2169347 8100M

060995532

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5163581

DATE: 11-01-06

TRADEMARK  
REEL: 003946 FRAME: 0046

CERTIFICATE OF OWNERSHIP AND MERGER

OF

ALTEC LANSING TECHNOLOGIES, INC.

(a Pennsylvania corporation)

into

PLANTRONICS, INC.

(a Delaware corporation)

It is hereby certified that:

1. Plantronics, Inc. (the "Parent") is a business corporation of the State of Delaware.
2. The Parent is the owner of all of the outstanding shares of capital stock, par value \$0.01 per share, of Altec Lansing Technologies, Inc. (the "Subsidiary"), which is a business corporation of the State of Pennsylvania.
3. The laws of the jurisdiction of organization of the Subsidiary permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Parent hereby merges the Subsidiary into the Parent effective 12:01 AM on October 30 2006, for accounting purposes only.
5. Attached hereto as Exhibit A is a copy of the resolutions adopted on September 20, 2006 by the Board of Directors of the Parent to merge the said Subsidiary into the Parent.

Executed on October 30, 2006

PLANTRONICS, INC.


By:   
Name: Richard R. Pickard  
Title: Secretary and General Counsel

EXHIBIT A  
RESOLUTIONS

**MERGER OF ALTEC LANSING TECHNOLOGIES, INC. INTO PLANTRONICS, INC.**

**WHEREAS**, Altec Lansing Technologies, Inc., a Pennsylvania corporation ("Altec Lansing") is a wholly-owned subsidiary of Company;

**WHEREAS**, the Company seeks to merge Altec Lansing with and into the Company, with the Company as the surviving corporation and to cancel all of the outstanding capital stock of Altec Lansing in such merger.

**NOW, THEREFORE BE IT:**

**A. APPROVAL OF MERGER AND RELATED TRANSACTIONS**

**RESOLVED**, that the Board of Directors hereby authorizes the merger of Altec Lansing with and into the Company with the Company as the surviving corporation in the merger (the "Merger") and the assumption by the Company of Altec Lansing's liabilities and obligations.

**RESOLVED FURTHER**, that each outstanding share of capital stock of Altec Lansing shall be canceled and extinguished in the Merger and no consideration issued in exchange therefor.

**RESOLVED FURTHER**, that such Merger shall be effective upon filing of (1) a Certificate of Ownership and Merger with the Secretary of State of the State of Delaware and (2) Articles/Certificate of Merger with the Secretary of the Commonwealth of the State of Pennsylvania.

**RESOLVED FURTHER**, that the Merger is intended to be tax free for United States federal income tax purposes.

**RESOLVED FURTHER**, that upon the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, the Certificate of Incorporation and the Bylaws of the Company in effect immediately prior to the effectiveness of the Merger shall be the Company's Certificate of Incorporation and Bylaws.

**RESOLVED FURTHER**, that upon the filing of the Certificate of Ownership and Merger with the Secretary of State of the State of Delaware, the Directors and Officers of the Company, as constituted immediately prior to the effectiveness of the Merger, will be the Directors and Officers of the Company.

**RESOLVED FURTHER**, that the Board of Directors hereby authorizes and directs the appropriate officers of the Company, and each of them, to execute and file all documents, including a Certificate of Ownership and Merger and Articles/Certificate of Merger, and to take all other actions which may be necessary or proper to effect the Merger and hereby ratifies and confirms any and all actions taken heretofore to accomplish such purposes.

B. OMNIBUS RESOLUTIONS

**RESOLVED**, that the Board of Directors authorizes the appropriate officers of the Company and legal counsel to the Company, and each of them, to prepare, execute, deliver, and file all agreements, documents and instruments, and to carry out the intent and accomplish the purposes thereof and of these resolutions.

**RESOLVED FURTHER**, that the Board of Directors hereby ratifies and approves all acts and deeds heretofore done by any director or officer of the Company intended to carry out the intent and accomplish the purpose of the foregoing resolutions.

**RESOLVED FURTHER**, that the taking of any action, or the execution of any instrument, by an Officer of the Company in connection with the foregoing resolutions shall be conclusive of his determination that the same was necessary to serve the best interests of the Company.

**RESOLVED FURTHER**, that the Board of Directors hereby authorizes and directs the appropriate Officers of the Company to take or cause to be taken such other action and to execute such further documents as may be necessary or desirable to affect the foregoing resolutions.