

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Motive, Inc.		12/13/2010	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	ALCATEL-LUCENT USA INC.
Street Address:	600 Mountain Avenue
City:	Murray Hill
State/Country:	NEW JERSEY
Postal Code:	07974
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	77100531	MOTIVE
Serial Number:	77100468	M
Registration Number:	2575465	MOTIVE
Registration Number:	2921895	M
Registration Number:	2231713	M
Registration Number:	2270264	MOTIVE
Registration Number:	2210304	MOTIVE

CORRESPONDENCE DATA

Fax Number: (203)261-5676
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 2032611234
 Email: kba@wfva.net
 Correspondent Name: K. BRADFORD ADOLPHSON

CH \$190.00 77100531

Address Line 1: BRADFORD GREEN BUILDING FIVE,
Address Line 2: 755 Main Street, P.O. Box 224
Address Line 4: Monroe, CONNECTICUT 06468

ATTORNEY DOCKET NUMBER: 962-201

NAME OF SUBMITTER: K. Bradford Adolphson

Signature: /K. B. ADOLPHSON/

Date: 01/13/2011

Total Attachments: 3

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Delaware

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The First State

I, JEFFREY W. BULLOCK, 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:

"MOTIVE, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ALCATEL-LUCENT USA INC." UNDER THE NAME OF "ALCATEL-LUCENT USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF DECEMBER, A.D. 2010, AT 9:41 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2011, AT 12:01 O'CLOCK A.M.

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

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101176775



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8427049

DATE: 12-14-10

TRADEMARK
REEL: 004452 FRAME: 0953

CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
MOTIVE, INC.
INTO
ALCATEL-LUCENT USA INC.

Alcatel-Lucent USA Inc., a corporation organized under the laws of the State of Delaware (the "Corporation"), pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

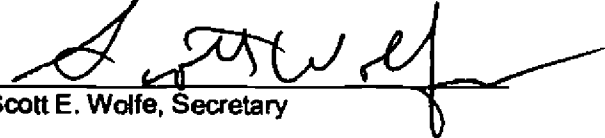
1. The Corporation owns all of the issued and outstanding shares of each class of the capital stock of Motive, Inc., a corporation organized under the laws of the State of Delaware ("Motive").

2. The Board of Directors of the Corporation, by resolutions duly adopted by unanimous written consent on December 13, 2010 (the "Resolutions of Merger"), has voted to merge, pursuant to Section 253 of the DGCL, Motive with and into the Corporation (the "Motive Merger"). A true and correct copy of the Resolutions of Merger is attached hereto as Exhibit A and incorporated herein by this reference. The Resolutions of Merger have not been modified or rescinded and are in full force and effect on the date hereof.

The Motive Merger shall become effective at 12:01 a.m. (Eastern Standard Time) on January 1, 2011.

IN WITNESS WHEREOF, this Certificate of Ownership and Merger has been executed by the Corporation on December 13, 2010.

ALCATEL-LUCENT USA INC.

By: 
Scott E. Wolfe, Secretary

RESOLUTIONS OF MERGER

**MERGER OF MOTIVE, INC.
INTO THE CORPORATION**

WHEREAS, the Corporation is the owner of all of the issued and outstanding shares of the capital stock of Motive, Inc., a Delaware corporation ("Motive")

WHEREAS, in the judgment of the Board of Directors of the Corporation, it is deemed advisable that the Corporation merge Motive with and into the Corporation, with the Corporation being the surviving corporation of such merger, upon the terms and subject to the conditions set forth in these resolutions;

NOW, THEREFORE, BE IT RESOLVED, that (a) the Corporation be, and it hereby is, authorized and directed, to merge, pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "DGCL"), Motive with and into the Corporation (the "Motive Merger") and assume all of Motive's liabilities and obligations, and (b) at the Effective Time (as hereinafter defined), (i) the Corporation shall be the surviving corporation of the Motive Merger, (ii) the separate existence of Motive shall cease, and (iii) the Motive Merger shall have the effects set forth in the DGCL;

FURTHER RESOLVED, that the Motive Merger shall become effective (the "Effective Time") at 12:01 a.m. (Eastern Standard Time) on January 1, 2011; and

FURTHER RESOLVED, that any officer of the Corporation be, and each of them hereby is, authorized and directed, on behalf of the Corporation, (a) promptly after the date of these resolutions, to execute, attest and file with the Secretary of State of the State of Delaware a certificate of ownership and merger with respect to the Motive Merger and (b) to execute and deliver or file such other agreements, instruments and documents, and to take such further action, as any such officer may deem necessary, desirable or appropriate to effect the Motive Merger.