

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | MERGER |
| EFFECTIVE DATE: | 05/18/2007 |

CONVEYING PARTY DATA

| Name | Formerly | Execution Date | Entity Type |
|---------------|----------|----------------|-----------------------|
| Allworx Corp. | | 05/18/2007 | CORPORATION: NEW YORK |
| Allworx Corp. | | 05/18/2007 | CORPORATION: DELAWARE |

RECEIVING PARTY DATA

| | |
|------------------------|-------------------------|
| Name: | Allworx Corp. |
| Street Address: | 4001 Rodney Parham Road |
| City: | Little Rock |
| State/Country: | ARKANSAS |
| Postal Code: | 72212 |
| Entity Type: | CORPORATION: DELAWARE |

PROPERTY NUMBERS Total: 2

| Property Type | Number | Word Mark |
|----------------------|---------|-----------|
| Registration Number: | 2785672 | ALLWORX |
| Registration Number: | 2878357 | ALLWORX |

CORRESPONDENCE DATA

Fax Number: 3152188748
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 315.218.8515
 Email: bskpto@bsk.com
 Correspondent Name: George R. McGuire
 Address Line 1: One Lincoln Center
 Address Line 4: Syracuse, NEW YORK 13202

| | |
|--------------------------------|-------------------|
| ATTORNEY DOCKET NUMBER: | 306T059 - 330979 |
| NAME OF SUBMITTER: | George R. McGuire |

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| | |
|--|---------------------|
| Signature: | /george r. mcguire/ |
| Date: | 08/27/2013 |
| Total Attachments: 5 source=Allworx merger docs#page1.tif source=Allworx merger docs#page2.tif source=Allworx merger docs#page3.tif source=Allworx merger docs#page4.tif source=Allworx merger docs#page5.tif | |

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on August 22, 2013.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

Rev. 06/13

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CERTIFICATE OF MERGER

OF

ALLWORX CORP.

(a New York corporation)

AND

ALLWORX CORP.

(a Delaware corporation)

INTO

ALLWORX CORP.

(a Delaware corporation)

Under Section 907 of the New York Business Corporation Law

The undersigned, the Chief Executive Officer of Allworx Corp., a New York corporation, and the Chief Executive Officer of Allworx Corp., a Delaware corporation, do hereby certify as follows:

1. The names of the corporations to be merged are Allworx Corp., a New York corporation which was formed under the name InSciTek Microsystems, Inc. ("Allworx New York"), and Allworx Corp., a Delaware corporation ("Allworx Delaware"). Allworx Delaware will be the surviving corporation (the "Surviving Corporation"). The name of the Surviving Corporation will be Allworx Corp.

2. The designation and number of outstanding shares of each class of Allworx New York are: 3,073,018 shares of common stock and 18,807,997 shares of preferred stock, comprised of 697,601 shares of Series 1 Convertible Preferred Stock, 1,880,775 shares of Series 2 Convertible Preferred Stock, and 16,229,621 shares of Series A Convertible Preferred Stock. The designation and number of outstanding shares of each class of Allworx Delaware are 100 shares of common stock. At the effective time of the merger, the designation and number of outstanding shares of each class of the Surviving Corporation shall be: 3,073,018 shares of common stock and 18,807,997 shares of preferred stock, comprised of 697,601 shares of Series 1 Convertible Preferred Stock, 1,880,775 shares of Series 2 Convertible Preferred Stock, and 16,229,621 shares of Series A Convertible Preferred Stock.

3. Shares of the Surviving Corporation shall be issued *pro rata* to shareholders of Allworx New York on surrender of their certificates for shares of Allworx New York.

4. The effective date of the merger shall be upon the date of filing of this certificate of merger by the Department of State of the State of New York.

5. The merger is permitted by the laws of the State of Delaware, the jurisdiction of incorporation of Allworx Delaware, and is in compliance therewith.

6. The proposed merger has been approved by the shareholders of Allworx New York in accordance with paragraph (a) of Section 903 of the New York Business Corporation Law.

7. Allworx Delaware was incorporated in the State of Delaware on May 15, 2007. Allworx Delaware's application to do business in the State of New York was filed by Department of State of the State of New York on May 17, 2007 under the fictitious name of Allworx Delaware Corp.

8. The certificate of incorporation of Allworx New York was filed by the Department of State of the State of New York on June 30, 1998.

9. The Surviving Corporation agrees that it may be served with process in New York in any action or special proceeding for the enforcement of any liability or obligation of Allworx New York or of Allworx Delaware and for the enforcement, as provided in the New York Business Corporation Law, of the right of shareholders of Allworx New York to receive payment for their shares against Allworx Delaware.

10. The Surviving Corporation agrees that, subject to the provisions of Section 623 of the New York Business Corporation Law, it will promptly pay to the shareholders of Allworx New York the amount, if any, to which they shall be entitled under the provisions of the New York Business Corporation Law relating to the right of shareholders to receive payment for their shares.

11. The Secretary of State of the State of New York is designated by the Surviving Corporation as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 of the New York Business Corporation Law in any action or special proceeding. The post office address to which the Secretary of State of the State of New York shall mail a copy of any process against the Surviving Corporation served upon him or her is: Allworx Corp., 300 Main Street, Suite 11, East Rochester, NY 14445.

12. Allworx New York hereby certifies that all fees and taxes (including penalties and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable have been paid and that a cessation franchise tax report (estimated or final) through the anticipated date of this merger (which return, if estimated, shall be subject to amendment) has been filed by Allworx New York. The Surviving Corporation hereby agrees that it will within thirty days after the filing of this certificate of merger file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance of the State of New York by Allworx New York.

[Remainder of page intentionally left blank, signature page to follow]

IN WITNESS WHEREOF, the undersigned have signed this certificate of merger on May 18, 2007 and affirm that the statements contained herein are true under the penalties of perjury.

ALLWORX CORP., a New York corporation

By: ~~_____~~
Name: George E. Daddis
Title: Chief Executive Officer and President

ALLWORX CORP., a Delaware corporation

By: ~~_____~~
Name: George E. Daddis
Title: Chief Executive Officer and President

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INTO

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Under Section 907 of the New York Business Corporation Law

DRAWDOWN
ACR-41

FILED
2007 MAY 18 PM 3:05

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED MAY 18 2007

TAX \$
BY:

Monroe

FILED BY:
BOYLAN, BROWN, CODE, VIGDOR & WILSON, LLP
2400 CHASE SQUARE
ROCHESTER, NY 14604

2007 MAY 18 PM 2:25

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