

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM335510

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cellular Specialties, Inc.		12/10/2014	CORPORATION: NEW HAMPSHIRE
RECEIVING PARTY DATA			
Name:	Westell, Inc.		
Street Address:	750 N. Commons Drive		
City:	Aurora		
State/Country:	ILLINOIS		
Postal Code:	60504		
Entity Type:	CORPORATION: ILLINOIS		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	3231964	BUILDING WIRELESS SOLUTIONS	
Registration Number:	4513579	CLEARLINK	
Registration Number:	4223565	DAS QUICK QUOTE	
Registration Number:	4638361	UDIT	
Registration Number:	4033083	WIRELESS ENGINE	
CORRESPONDENCE DATA			
Fax Number:	3126321780		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	312-715-5000		
Email:	tm-dept@quarles.com		
Correspondent Name:	Nicole M. Murray, Quarles & Brady LLP		
Address Line 1:	300 North LaSalle Street		
Address Line 2:	Suite 4000		
Address Line 4:	Chicago, ILLINOIS 60654		
ATTORNEY DOCKET NUMBER:	136339.00037		
NAME OF SUBMITTER:	Cynthia Sandvick		
SIGNATURE:	/Cynthia Sandvick/		

CH \$140.00 3231964

DATE SIGNED:

03/18/2015

Total Attachments: 9

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State of New Hampshire

Filed
 Date Filed: 12/15/2014
 Effective Date: 12/31/2014
 Business ID:
 William M. Gardner
 Secretary of State

Filing fee: \$35.00
 Use black print or type.

RSA 29

ARTICLES OF MERGER OF DOMESTIC AND FOREIGN CORPORATIONS

Westell, Inc.
 (surviving corporation)

PURSUANT TO THE PROVISIONS of the New Hampshire Business Corporation Act, the undersigned domestic and foreign corporations adopt the following articles of merger for the purpose of merging them into one of such corporations:

FIRST: The plan of merger was approved by each of the undersigned corporations in the manner prescribed by the New Hampshire Business Corporation Act. **THE PLAN OF MERGER IS ATTACHED.** (Note 1)

Name of Domestic Corporation: Cellular Specialties, Inc.

- (Check one) A. Shareholder approval **was not** required.
 B. Shareholder approval **was** required. (Note 2)

Designation (class or series) of <u>voting group</u>	No. of shares <u>outstanding</u>	Total no. of votes entitled <u>to be cast</u>	Total no. of votes cast		<u>OR</u>	Total no. of undisputed votes <u>FOR</u>
			<u>FOR</u>	<u>AGAINST</u>		
Common	600,000	600,000				600,000

SECOND: The number of votes cast for the plan by each voting group was sufficient for approval by each voting group.

Name of Foreign Corporation: Westell, Inc.

State of Incorporation Illinois

THIRD: The laws of the state under which the foreign corporation was organized permit such a merger and the foreign corporation has complied with the laws of that state in effecting the merger.

State of New Hampshire
 Form 26 - Articles of Merger Between Domestic and Foreign Corporations 4 Page(s)



FOURTH: The aggregate number of shares, which the surviving corporation has authority to issue as a result of the merger is (Note 3): N/A

To be effective
at 11:59 p.m.
on 12/31/14

CELLULAR SPECIALTIES, INC. (Note 4)
(Corporate Name)

[Signature] (Note 5)
(Signature)

Scott Goodrich
(Print or type name)

President (Note 5)
(Title)

Date signed: December 10, 2014

WESTELL, INC. (Note 4)
(Corporate Name)

[Signature] (Note 5)
(Signature)

[Blank]
(Print or type name)

[Blank] (Note 5)
(Title)

Date signed: December , 2014

- Notes:
1. The Plan of Merger must be submitted with this form.
 2. All sections under "B" must be completed. If any voting group is entitled to vote separately, give respective information for each voting group. (See RSA 293-A:1.40 for definition of voting group.)
 3. Complete this section if surviving corporation is a domestic corporation.
 4. Exact corporate names of respective corporations executing the Articles.
 5. Signature and title of person signing for the corporation. Must be signed by chairman of the board of directors, president or other officer; or see RSA 293-A:1.20(f) for alternative signatures.

DISCLAIMER: All documents filed with the Corporation Division become public records and will be available for public inspection in either tangible or electronic form.

Mail fee and DATED AND SIGNED ORIGINAL (INCLUDING PLAN OF MERGER) to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3rd Floor, Concord, NH 03301.

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To be effective
at 11:59 p.m.
on 12/31/14

CELLULAR SPECIALTIES, INC. (Note 4)

(Corporate Name)
[Signature] (Note 5)

Scott Goodrich
(Print or type name)

President (Note 5)
(Title)

Date signed: December 10, 2014

WESTELL, INC. (Note 4)
(Corporate Name)

[Signature] (Note 5)
(Signature)

Tom Minichiello
(Print or type name)

CFD (Note 5)
(Title)

Date signed: December 10, 2014

- Notes:
1. The Plan of Merger must be submitted with this form.
 2. All sections under "B" must be completed. If any voting group is entitled to vote separately, give respective information for each voting group. (See RSA 293-A:1.40 for definition of voting group.)
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Mail fee and DATED AND SIGNED ORIGINAL (INCLUDING PLAN OF MERGER) to: Corporation Division, Department of State, 107 North Main Street, Concord NH 03301-4989. Physical location: 25 Capitol Street, 3rd Floor, Concord, NH 03301.

PLAN OF MERGER
OF
CELLULAR SPECIALTIES, INC.
INTO
WESTELL, INC.

WHEREAS, Westell, Inc. ("Parent"), a corporation organized and existing under the laws of the State of Illinois, owns all of the issued and outstanding shares of stock of Cellular Specialties, Inc. ("Subsidiary"), a corporation organized and existing under the laws of the State of New Hampshire; and

WHEREAS, it is advisable for the general welfare and advantage of Parent and Subsidiary that Subsidiary be merged into Parent;

NOW, THEREFORE, the terms and conditions of the merger of Subsidiary into Parent (the "Merger") are as follows:

ARTICLE I

MERGER; EFFECTIVE TIME

At the Effective Time of the Merger (as hereinafter defined), the separate existence of Subsidiary shall cease and Subsidiary shall be merged into Parent pursuant to Section 293-A:11.02 of the New Hampshire Business Corporation Act and Section 11.30 of the Illinois Business Corporation Act. The name of the surviving corporation shall be Westell, Inc. The Effective Time of the Merger shall be at 11:59 p.m. on December 31, 2014.

ARTICLE II

SHARES OF PARENT AND SUBSIDIARY

1. Parent Shares. Each share of stock of Parent issued and outstanding or in the treasury of Parent at the Effective Time of the Merger shall continue to be one such share of the Surviving Corporation.

2. Subsidiary Shares. Each share of stock of Subsidiary issued and outstanding or in the treasury of Subsidiary shall be retired and canceled at the Effective Time of the Merger, and no shares of stock or other consideration shall be issued in exchange therefor.

ARTICLE III

EFFECT OF MERGER

The effect of the Merger shall be as provided in Section 293-A:11.07 of the New Hampshire Business Corporation Act and Section 11.50 of the Illinois Business Corporation Act.

* * * * *



OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

DECEMBER 10, 2014

5220-980-3

CT CORPORATION SYSTEM
600 S 2ND ST
SPRINGFIELD IL 62704

RE WESTELL, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE ARTICLES OF MERGER REGARDING THE ABOVE NAMED CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

THE SURVIVING CORPORATION SHALL EXECUTE A REPORT FOLLOWING MERGER (FORM BCA 14.35) AND FILE IT IN THIS OFFICE WITHIN SIXTY (60) DAYS OF THE EFFECTIVE DATE OF THE MERGER. THIS FORM IS AVAILABLE ON OUR WEBSITE AT WWW.CYBERDRIVEILLINOIS.COM. CLICK ON PUBLICATIONS ON THE MENU BAR.

SINCERELY,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

FORM **BCA 11.25** (rev. Dec. 2003)
**ARTICLES OF MERGER,
CONSOLIDATION OR EXCHANGE**
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
www.cyberdriveillinois.com

Remit payment in the form of a
check or money order payable
to the Secretary of State.

The filing fee is \$100, but if merger or
consolidation involves more than 2
corporations, \$50 for each additional
corporation.

FILED

DEC 10 2014

JESSE WHITE
SECRETARY OF STATE

File # 5220-980-3 Filing Fee: \$ 100.00 Approved: Jt
Submit in duplicate Type or Print clearly in black ink Do not write above this line

NOTE: Strike inapplicable words in items 1, 3 and 4.

1. Names of the corporations proposing to merge, and the state or country of their incorporation:

Name of Corporation	State or Country of Incorporation	Corporation File Number
<u>CELLULAR SPECIALTIES, INC.</u>	<u>NEW HAMPSHIRE</u>	<u>N/A</u> <i>NR</i>
<u>WESTELL, INC.</u>	<u>ILLINOIS</u>	<u>52209803</u>

2. The laws of the state or country under which each corporation is incorporated permits such merger, consolidation or exchange.

3. (a) Name of the surviving corporation: WESTELL, INC.
(b) it shall be governed by the laws of: ILLINOIS

If not sufficient space to cover this point, add one or more sheets of this size.

4. Plan of merger is as follows:

SEE EXHIBIT A ATTACHED HERETO

5. Plan of merger consolidation was approved, as to each corporation not organized in Illinois, in compliance with the laws of the exchange state under which it is organized, and (b) as to each Illinois corporation, as follows:

(The following items are not applicable to mergers under §11.30 — 90% owned subsidiary provisions. See Article 7.)

(Only "X" one box for each Illinois corporation)

N/A

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

<u>Name of Corporation</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. *(Not applicable if surviving, new or acquiring corporation is an Illinois corporation)* N/A

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- a. The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- c. The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
<u>CELLULAR SPECIALTIES, INC.</u>	<u>600,000</u>	<u>600,000</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

b. (Not applicable to 100% owned subsidiaries) N/A
 The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was _____, _____.
 (Month & Day) (Year)

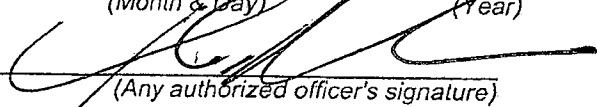
Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? Yes No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated DECEMBER 10, 2014
 (Month & Day) (Year)

WESTELL, INC.
 (Exact Name of Corporation)


 (Any authorized officer's signature)

Tom Minichiello, CFO
 (Type or Print Name and Title)

Dated DECEMBER 10, 2014
 (Month & Day) (Year)

CELLULAR SPECIALTIES, INC.
 (Exact Name of Corporation)


 (Any authorized officer's signature)

Scott Goodrich, President
 (Type or Print Name and Title)

Dated _____, _____
 (Month & Day) (Year)

 (Exact Name of Corporation)

 (Any authorized officer's signature)

 (Type or Print Name and Title)

PLAN OF MERGER
OF
CELLULAR SPECIALTIES, INC.
INTO
WESTELL, INC.

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* * * * *

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