# TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM560190

| | |
|---|---|
| **SUBMISSION TYPE:** | NEW ASSIGNMENT |
| **NATURE OF CONVEYANCE:** | MERGER AND CHANGE OF NAME |
| **EFFECTIVE DATE:** | 12/29/2017 |
| **SEQUENCE:** | 1 |

**CONVEYING PARTY DATA**

| Name | Formerly | Execution Date | Entity Type |
|---|---|---|---|
| SHORETEL, INC. | | 12/29/2017 | Corporation: DELAWARE |

**NEWLY MERGED ENTITY DATA**

| Name | Execution Date | Entity Type |
|---|---|---|
| MITEL NETWORKS, INC. | 12/29/2017 | Corporation: DELAWARE |

**MERGED ENTITY'S NEW NAME (RECEIVING PARTY)**

| | |
|---|---|
| **Name:** | SHORETEL, INC. |
| **Street Address:** | 960 STEWART DRIVE |
| **City:** | SUNNYVALE |
| **State/Country:** | CALIFORNIA |
| **Postal Code:** | 94085 |
| **Entity Type:** | Corporation: DELAWARE |

**PROPERTY NUMBERS Total: 1**

| Property Type | Number | Word Mark |
|---|---|---|
| **Registration Number:** | 4478711 | SHORETEL SKY |

**CH $40.00 4478711**

**CORRESPONDENCE DATA**

**Fax Number:** 4804229701

***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.***

**Phone:** 4809618032
**Email:** MICHELLE.WHITTINGTON@MITEL.COM
**Correspondent Name:** MICHELLE WHITTINGTON
**Address Line 1:** 1146 N ALMA SCHOOL ROAD
**Address Line 4:** MESA, ARIZONA 85201

| | |
|---|---|
| **NAME OF SUBMITTER:** | MICHELLE WHITTINGTON |
| **SIGNATURE:** | /michellewhittington/ |
| **DATE SIGNED:** | 02/03/2020 |

**Total Attachments: 5**
source=2017-12-29_MNI Cert Merger w ShoreTel Inc_#page1.tif
source=2017-12-29_MNI Cert Merger w ShoreTel Inc_#page2.tif
source=2017-12-29_MNI Cert Merger w ShoreTel Inc_#page3.tif
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source=2017-12-29_MNI Cert Merger w ShoreTel Inc_#page5.tif

# Delaware

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 MERGER, WHICH MERGES:*

*"MITEL NETWORKS, INC.", A DELAWARE CORPORATION,*

*WITH AND INTO "SHORETEL, INC. " UNDER THE NAME OF "MITEL NETWORKS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2017, AT 8:20 O`CLOCK A.M.*

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

Jeffrey W. Bullock, Secretary of State

4251261 8100M
SR# 20177838913

Authentication: 203853806
Date: 12-29-17

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

State of Delaware
Secretary of State
Division of Corporations
Delivered 08:20 AM 12/29/2017
FILED 08:20 AM 12/29/2017
SR 20177838913 - File Number 4251261

# STATE OF DELAWARE
# CERTIFICATE OF MERGER

ShoreTel, Inc., a Delaware corporation (the "**Surviving Corporation**"), in order to merge Mitel Networks, Inc., a Delaware corporation (the "**Merged Corporation**" and the Merged Corporation, together with the Surviving Corporation, the "**Constituent Corporations**") with and into the Surviving Corporation, hereby certifies as follows pursuant to Section 251 of the Delaware General Corporation Law (the "**DGCL**"):

**FIRST:** That the name and state of incorporation of each of the Constituent Corporations of the merger being effected hereby (the "**Merger**") are as follows:

| Name | State of Incorporation |
|---|---|
| ShoreTel, Inc. | Delaware |
| Mitel Networks, Inc. | Delaware |

**SECOND:** That an Agreement and Plan of Merger, dated as of December 29, 2017, among Mitel (Delaware), Inc., a Delaware corporation, and each of the Constituent Corporations (the "**Merger Agreement**"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the DGCL.

**THIRD:** That the surviving corporation of the Merger is ShoreTel, Inc., a Delaware corporation.

**FOURTH:** That upon the effectiveness of the Merger, the Certificate of Incorporation of the Surviving Corporation shall be amended and restated in its entirety as set forth in Exhibit A attached hereto.

**FIFTH:** That the Merger shall be effective upon the filing of this Certificate of Merger.

**SIXTH:** That the Merger Agreement is on file at 960 Stewart Drive, Sunnyvale, CA, 94085, the place of business of the Surviving Corporation.

**SEVENTH:** That a copy of the Merger Agreement will be furnished by the Surviving Corporation on request, without cost, to any stockholder of any of the Constituent Corporations.

[Signature Page Follows]

**IN WITNESS WHEREOF**, the Surviving Corporation has executed this Certificate of Merger on the 29th day of December, 2017.

**SHORETEL, INC.**

By: _____
Name: Paul Ciaramitaro
Title: Authorized Officer

[Signature Page to Delaware Certificate of Merger]

**EXHIBIT A**

**AMENDED AND RESTATED**
**CERTIFICATE OF INCORPORATION**
**OF**
**SHORETEL, INC.**

1. Name. The name of the corporation is Mitel Networks, Inc. (the "**Corporation**").

2. Address; Registered Office and Agent. The address of the Corporation's registered office is 1209 Orange Street, City of Wilmington, County of New Castle, State of Delaware 19801; and the name of its registered agent at such address is The Corporation Trust Company.

3. Purpose. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "**DGCL**").

4. Number of Authorized Shares. The total number of shares of stock that the Corporation shall have authority to issue is 5,000, all of which shall be shares of common stock with the par value of $0.001 per share.

5. Election of Directors. Unless and except to the extent that the By-laws of the Corporation (the "**By-laws**") shall so require, the election of directors of the Corporation need not be by written ballot.

6. Limitation of Liability. To the fullest extent permitted by law, no director of the Corporation shall be personally liable for monetary damages for breach of fiduciary duty as a director. Without limiting the effect of the preceding sentence, if the DGCL is hereafter amended to authorize the further elimination or limitation of the liability of a director, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the DGCL.

7. Indemnification.

7.1 Authorization. The Corporation is authorized to provide indemnification to its directors and officers, and other persons, to the fullest extent permitted by applicable law.

7.2 Amendment or Repeal. Neither any amendment nor repeal of this Article 7, nor the adoption of any provision of this Certificate of Incorporation inconsistent with this Article 7, shall eliminate, reduce or otherwise adversely affect any limitation on the personal liability of a director of the Corporation existing at the time of such amendment, repeal or adoption of such an inconsistent provision.

8. Adoption, Amendment or Repeal of By-Laws. The board of directors of the Corporation is authorized to adopt, amend or repeal the By-laws.

9. Certificate Amendments. The Corporation reserves the right at any time, and from time to time, to amend or repeal any provision contained in this Certificate of Incorporation, and add

other provisions authorized by the laws of the State of Delaware at the time in force, in the manner now or hereafter prescribed by applicable law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation (as amended) are granted subject to the rights reserved in this Article.