

07-03-2001



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CORDATION FORM COVER SHEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

ADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): MND
Sonic Systems
6.18.01

____ Individual(s) ____ Association
 ____ General Partnership ____ Limited Partnership
 Corporation - **California**
 ____ Other _____

Additional name(s) of conveying party(ies) attached? ____ Yes No

2. Name and address of receiving party(ies):
 Name: SonicWALL, Inc.
 Internal Address: 1160 Bordeaux Drive
 Street Address: _____
 City: Sunnyvale State: CA ZIP: 94089
 ____ Individual(s) citizenship _____
 ____ Association _____
 ____ Limited Partnership _____
 Corporation - State _____
 ____ Other California

3. Nature of conveyance:
 ____ Assignment ____ Merger
 ____ Security Agreement Change of Name
 ____ Other _____

Execution Date: August 25, 1999

If assignee is not domiciled in the United States, a domestic representative designation is attached: ____ Yes ____ No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? ____ Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s)
75/784,374

Additional numbers attached? ____ Yes No

B. Trademark Registration No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Dax Alvarez
 Internal Address:
BLAKELY, SOKOLOFF, TAYLOR & ZAFMAN
 Street Address: 12400 Wilshire Boulevard, 7th Floor
 City: Los Angeles State: CA ZIP: 90025


6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00
 Enclosed
 Deficiency of fees authorized to be charged to deposit account

8. Deposit account number:
02-2666
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

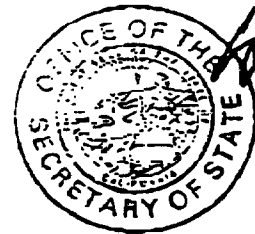
Dax Alvarez  June 15, 2001
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 3

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07-03-2001 15:04:11 (6306329 7578437)

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SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 15 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of



Bill Jones

Secretary of State

7530356

ENDORSED-FILED
IN THE OFFICE OF THE
SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF SONIC SYSTEMS
a California corporation**

AUG 25 1999

BILL JONES, SECRETARY OF STATE

Sreekanth Ravi and Jerrold F. Petruzzelli certify as follows:

1. They are the duly elected and acting President and Secretary, respectively, of Sonic Systems, a California corporation (the "Corporation").
2. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to read in full as follows:

"ARTICLE I

The name of the Corporation is SonicWALL, Inc.

ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

This Corporation is authorized to issue two classes of shares of stock, which shall be designated as Common Stock and Preferred Stock, respectively. The total number of shares of Common Stock the Corporation is authorized to issue is Two Hundred Million (200,000,000) and the total number of shares of Preferred Stock the Corporation is authorized to issue is Ten Million (10,000,000). The Board of Directors may determine, fix, alter, or revoke by resolution the rights, preferences, privileges, and restriction of any wholly unissued class or series of shares, other than Common Shares, and the series designation and number of shares to constitute any series (which number may thereafter in the same manner be increased or decreased, but not below the number of shares of such series then outstanding), and a certificate of determination shall then be filed with the California Secretary of State. Upon the filing of these Amended and Restated Articles of Incorporation, each one (1) share of Common Stock then outstanding shall be split into two (2) shares of Common Stock.

ARTICLE IV

The rights, preferences, privileges, restrictions and other matters relating to the ten million (10,000,000) shares of Preferred Stock are as follows:

- A. Designation. One million four hundred thousand thirty eight thousand three hundred seventy seven (1,438,377) of the shares of Preferred Stock shall be designated and known as Series A