

04-25-2002

FORM PTO-1594  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)  
M&G 9066.1US01-kl

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office



102066789

To the Commissioner of Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
Intera Communications Corporation  
*4-12-02*  
 Individuals  Association  
 General Partnership  Limited Partnership  
 Corporation-State of Minnesota  
Other: \_\_\_\_\_  
Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
NSC Telemanagement Corporation  
6920 Koll Center Parkway  
Suite 211  
Pleasanton, CA 94556  
*APR 12 PM 2: 07*  
*FINANCE SECTION*

3. Nature of conveyance:  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Other: \_\_\_\_\_  
Execution Date: November 30, 1999

Individual(s) citizenship  Association  
 General Partnership  Limited Partnership  
 Corporation-State of Delaware  
Other: \_\_\_\_\_  
If assignee is not domiciled in the United States, a domestic representative designation is attached:  
 Yes  No  
(Designations must be separate document from Assignment)  
Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or trademark number(s):  
A. Trademark Application No.(s)/ Mark(s)  
B. Trademark Reg. No.(s)/Mark(s)  
INTERA and Design - Reg. No. 1,687,306  
Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
Name: Paul A. Welter, Esq.  
Address: MERCHANT & GOULD P.C.  
P.O. Box 2910  
Minneapolis, MN 55402-0910  
6. Total number of applications and trademarks involved: 1  
7. Total fee (37 CFR 3.41): \$40.00  
 Enclosed  
 Authorized to be charged to deposit account  
8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.  
Paul A. Welter  
Name of Person Signing  
*Paul A. Welter*  
Signature  
*4-3-02*  
Date  
Total number of pages including cover sheet, attachments, and document: 4

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner for Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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State of Delaware  
Office of the Secretary of State

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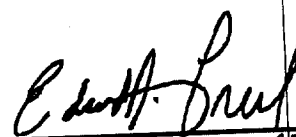
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"INTERA COMMUNICATIONS CORPORATION", A MINNESOTA CORPORATION,

WITH AND INTO "NSC TELEMAGEMENT CORPORATION" UNDER THE NAME OF "INTERA COMMUNICATIONS CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

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



  
Edward J. Freel, Secretary of State

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AUTHENTICATION: 0172055

DATE: 12-30-99  
TRADEMARK

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**CERTIFICATE OF MERGER  
OF**

**INTERA COMMUNICATIONS CORPORATION**  
(a Minnesota corporation)

**WITH AND INTO**

**NSC TELEMANAGEMENT CORPORATION**  
(a Delaware corporation)

\*\*\*\*\*

*In accordance with the provisions of §252 of the  
General Corporation Law of the State of Delaware*

\*\*\*\*\*

NSC Telemanagement Corporation, a corporation duly organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), desiring to merge Intera Communications Corporation, a Minnesota corporation, with and into itself, pursuant to the provisions of §252 of the General Corporation Law of the State of Delaware, DOES **HEREBY CERTIFY** as follows:

**FIRST:** The name and state of incorporation of each constituent corporation of the merger (the "Merger") are as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>	<u>AUTHORIZED SHARES/PAR VALUE</u>
NSC Telemanagement Corporation	Delaware	1,000 shares of common stock \$0.01 par value
Intera Communications Corporation	Minnesota	1,000 shares of Class A Voting Common \$0.01 par value 19,000 shares of Class B Non Voting Common \$0.01 par value

**SECOND:** An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each constituent corporation, in accordance with the requirements of §252 of the General Corporation Law of the State of Delaware.

**THIRD:** The name of the surviving corporation of the Merger is NSC Telemanagement Corporation (the "Surviving Corporation"). The Certificate of Incorporation of the Corporation as in effect at the effective time of the Merger shall be the Certificate of Incorporation of the Surviving Corporation, except that Article One shall be amended to read as follows:

**"ARTICLE ONE**

The name of the corporation is Intera Communications Corporation (the "corporation")."

**FOURTH:** Anything herein or elsewhere to the contrary notwithstanding, the Merger Agreement may be amended or terminated and abandoned by the Boards of Directors of the constituent corporations at any time prior to the date of filing the Certificate of Merger with the Secretary of State of the State of Delaware.

**FIFTH:** An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation, 6920 Koll Center Parkway, Suite 211, Pleasanton, CA 94566 and a copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any constituent corporation.

**SIXTH:** The Merger shall be effective immediately upon filing.

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent corporations, pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 30<sup>th</sup> day of November, 1999.

NSC Telemanagement Corporation,  
a Delaware corporation

By:

Name: Jan MacLeod

Title: Vice President