

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/08/2000
CONVEYING PARTY DATA	
Name	Execution Date
NSW Corporation	07/27/2000
RECEIVING PARTY DATA	
Name:	NSW, LLC
Street Address:	530 Gregory Avenue, NE
City:	Roanoke
State/Country:	VIRGINIA
Postal Code:	24016
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	5707696
CORRESPONDENCE DATA	
Fax Number:	(540)510-3050
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	540-510-3000
Email:	trademarks@leclairryan.com
Correspondent Name:	Tara A. Branscom
Address Line 1:	1800 Wachovia Tower, Drawer 1200
Address Line 4:	Roanoke, VIRGINIA 24006
NAME OF SUBMITTER:	Tara A. Branscom
Total Attachments: 3	
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**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

August 8, 2000

The State Corporation Commission finds the accompanying articles submitted on behalf of

NSW, LLC

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission.
Each of the following:

NSW CORPORATION

is merged into NSW, LLC, which continues to exist under the laws of VIRGINIA with the name
NSW, LLC. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on August 8, 2000.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0436
00-08-09-4074

PATENT
REEL: 015653 FRAME: 0754

**MERGER AGREEMENT
BETWEEN
NSW CORPORATION
AND
NSW, LLC**

AGREEMENT AND PLAN OF MERGER, dated as of July 27, 2000, between NSW Corporation, a Delaware corporation ("NSW Corp.") a wholly owned subsidiary of Siemens Corporation, a Delaware corporation ("Parent") and NSW, LLC, a Virginia limited liability company ("NSW LLC"), an indirect subsidiary of Parent.

WHEREAS, the Board of Directors of NSW Corp. and the Board of Managers of NSW LLC have determined that it is advisable that NSW Corp. be merged with and into NSW LLC (the "Merger"), on the terms and subject to the conditions contained herein and in accordance with the General Corporation Law and the Limited Liability Company Act of the State of Virginia.

NOW THEREFORE, in consideration of the mutual agreements contained herein, and in order to set forth the terms and conditions of the Merger and the mode of carrying the same into effect, NSW Corp. and NSW LLC hereby agree as follows:

SECTION 1. The Merger. At the Effective Time (as defined in Section 2), NSW Corp. shall be merged with and into NSW LLC, the separate corporate existence of NSW Corp. shall cease, and NSW LLC shall continue as the surviving company (hereinafter referred to as the "Surviving Company").

SECTION 2. Effective Time of the Merger. The Merger shall become effective immediately upon the filing of this Agreement or a Certificate of Merger relating to the Merger with the Secretary of State of the State of Delaware and the Clerk of the State Corporation Commission in the Commonwealth of Virginia.

SECTION 3. Limited Liability Company Agreement. The Limited Liability Company Agreement of NSW LLC, as in effect immediately prior to the Effective Time, shall be the Limited Liability Company Agreement of the Surviving Company until thereafter amended as provided by law or such Limited Liability Company Agreement.


SECTION 4. Directors and Officers. The managers of NSW LLC immediately prior to the Effective Time shall be the initial managers of the Surviving Company, each to hold office in accordance with the Limited Liability Company Agreement of the Surviving Company, in each case until their respective successors are duly elected or appointed and qualified.

SECTION 5. Conversion of Shares. At the Effective Time, each issued and outstanding share of Common Stock, par value \$1.00 per share, of NSW Corp.

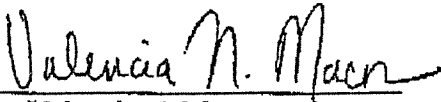
("NSW Corp. Common Stock") shall, without any action on the part of Parent, NSW Corp. or NSW LLC, be deemed converted into membership interests of NSW LLC.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be executed as of the date first above written by their respective officers thereunto duly authorized.

NSW CORPORATION

By: 
Name: Kenneth Russell
Title: Secretary

NSW, LLC

By: 
Name: Valencia N. Macon
Title: Secretary