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# Florida Department of State Division of Corporations

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# MERGER OR SHARE EXCHANGE

## SPIRENT COMMUNICATIONS INC.

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December 22, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SPIRENT COMMUNICATIONS INC. 27949 AGOURA RD CALABASAS HILLS, CA 91301

SUBJECT: SPIRENT COMMUNICATIONS INC.

REF: F00000007265

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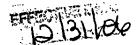
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

## ARTICLES OF MERGER

The following Articles of Merger are submitted in accordance with the Florida Business Corporation Act, pursuant to Section 607.1105, Florida Statues.

WIRST:	The name and jurisdiction of the surviving corporation is:			
Name		Inglediction		
Spirent Com	mmications Juc.	Dolawere	,	
SECOND:	The name and jurisdiction	of each mergin	g corporation is:	
Name	•	<u>Furladiction</u>		
Scientific So Number: 678	Rware Engineering, Inc. 309	Plorida	· · · · ·	
THIRD:	The Plan of Merger is atte	iched.	•	
	The mergar shall become larger by Spiront Communic b) 11:59 p.m. on December	rations Inc. ("SC	ne later of (a) the filing of the II') with the Florida Department	
FIFTH: of SCI, the su not required.			pted by the Board of Directors 6 and shareholder approval was	
		the merging cor	opted by the Board of Directors poration, on December 2.1	
SEVENTE: SPIRENT C	SIGNATURES COMMUNICATIONS INC	y.	Anders Gustafiscon, Prifaident	
SCIENTIFI	C SOFTWARE ENGINE	ERING, INC.	Chris Bohrson, President	

CT CORPORATION SYSTM

	ARTICLES	OF MERCE	<del>"R</del>		
The following Corporation	ig Articles of Merger are submit Act, pursuant to Seption 607.11	tted in secord 05, Florida S	lance with the Florida Business tenues.		
FIRST:	The name and jurisdiction of the surviving corporation is:				
<u> Маше</u>	24	ristiction			
Spirent Con	reunications Inc.	devere	· · ·		
SECOND:	The name and jurisdiction of	each merging	corporation is:		
Name	Je	risdiction	•		
Salentific Sc Number: 678	fiware Engineering, Inc. 1309 Fi	orida .			
THIRD:	The Plan of Merger is zitache	ď			
FOURTH: Articles of M of State and (	The merger shall become efficiency by Spirent Communication (b) 11:59 p.m. on December 31,	ma Inc. (**8CI	e later of (a) the filing of the l') with the Florids Department		
FIFIH: of SCI, the sa not required.	The Plan of Merger was approximate corporation, on December 2015	ived and ado ber <u>a.</u> , 2006	pied by the Board of Directors and shareholder approval was		
SIXTH: of Scientific 2006 and sha	The Plan of Merger was appro Software Engineering, Inc., the reholder approval was not requi	merging com	pted by the Board of Directors criticis, on December,		
sevente:	SIGNATURES				
SPIRENT C	OMMUNICATIONS INC.	•	Anders Gustafsson, President		
SCIENTIFI	C SOFTWARE ENGINEERI	NG, INC.	Chris Bohrson, President		

### PLAN OF MERGER

OF

## SCIENTIFIC SOFTWARE ENGINEERING, INC. (a Florida corporation)

### INTO .

## SPIRENT COMMUNICATIONS INC.

(a Delaware corporation)

The following Plan of Merger is submitted in compliance with Section 607.1104, Florida Statutes, and in accordance with the laws of any other applicable jurisdiction of incorporation (if applicable).

The name and jurisdiction of the parent corporation owning 100% of the outstanding shares of each class of the subsidiary corporation is:

Vame		quisitetton.	
Spirent Communication	s Inc.	Delaware	
The name and jurisdicti	on of each subai	diary corporation is:	•
Neme		Jurisdiction	
Scientific Software Eng	dnearing. The.	- Rioride	

The manner and basis of converting the shares of the subsidiary into shares, obligations, or other securities of the parent or, in whole or in part, into cash or other property, and the manner and basis of converting rights to acquire shares of each corporation into rights to acquire shares, obligations and other securities of the surviving or any other corporation or, in whole or in part, into each or other property are as follows:

Scientific Software Engineering, Inc. ("SSE") has 10,000 authorized shares of common stock and 1,000 shares of such authorized common stock are currently issued and outstanding. Spirent Communications Inc. own all of the 1,000 issued and outstanding shares of common stock of SSE and shall pay SSE a purchase price of \$1.00 for such shares. There are no currently outstanding rights to acquire shares in SSE.

If applicable, shareholders of the subsidiary corporations, who, except for the applicability of Section 607.1104, Florida Statutes, would be entitled to vote and who dissent from the marger pursuant to Section 607.1321, Florida Statutes, may be entitled, if they comply with the provisions of Chapter 607 regarding appraisal rights of dissenting shareholders, to be paid the fair value of their shares. However, pursuant to Section 607.1103(7) Florida Statutes, action by the shareholders of Scientific Software Engineering, Inc. is not required to approve this merger.