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COVER SHEET

100948642

To: Honorable Commissioner of Patents and Trademarks:

Please record the attached original document or copy thereof.

1. Name of conveying parties
a) INCAT SYSTEMS SOFTWARE USA, I.C., a California Corporation

2. Name and address of receiving parties:
a) Name: Adaptec, Inc.
b) Address: 691 S. Milpitas Boulevard, Milpitas, CA 95035

3. Nature of conveyance
 Assignment Merger (6 pages)
 Security Agreement Change of Name
 Other _____ License Agreement

Execution Date: March 18, 1998

4. Application Number or Patent Number: 08/70,072 filed February 28, 1995

The title of the application is: COMPACT DISC RECORDING SYSTEM AND METHOD

5. Please send all correspondence concerning this document to:

Albert S. Penilla
MARTINE PENILLA & KIM, LLP
830 West Evelyn Avenue
Sunnyvale, CA 94086
Tel. No. (408) 745-6900
Fax No.: (408) 745-6901

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41): \$40.00

Enclosed
 Authorized to be charged to Deposit Account No 50-0805
(Order No. ADAPP069)

8. 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.

Date: January 22, 1999

Albert S. Penilla, Esq.
Registration No. 39,487

01/26/1999 INQUIRY 00000006 08710072
01 FC:581 40.00 DP

Attorney Docket No. ADAPP069

(R. 01/26/99)

PATENT
REEL: 9712 FRAME: 0845

State of Delaware
Office of the Secretary of State

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:

"INCAT SYSTEMS SOFTWARE USA, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "ISS ACQUISITION CORP." UNDER THE NAME OF "INCAT SYSTEMS SOFTWARE USA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF AUGUST, A.D. 1995, AT 2 O'CLOCK P.M.

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

ENDORSED
FILED

In the office of the Secretary of State
of the State of California

SEP 21 1995

Bill Jones
BILL JONES, Secretary of State



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION:

7617980

DATE:

PATENT 23-95

REEL: 9712 FRAME: 0846

7. A copy of the Plan will be furnished by the surviving corporation, on request and without cost to any stockholder of any constituent corporation.

8. The authorized capital stock of Incat is 40,000,000 shares of Common Stock, no par value per share, and 20,000,000 shares of Preferred Stock, no par value per share.

23rd IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the day of August, 1995.

ISS ACQUISITION CORP.
(a Delaware corporation)

By: Christopher G. O'Meara
Christopher G. O'Meara, Vice President

DCDSQL500148101
1/10/95

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AUG 23 '95 10:59AM WILSON SONNINI PC 1

PATENT

REEL: 9712 FRAME: 0848

State of Delaware
Office of the Secretary of State PAGE 1

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 OWNERSHIP, WHICH MERGES:
"INCAT SYSTEMS SOFTWARE USA, INC." A DELAWARE CORPORATION, WITH AND INTO "ADAPTEC, INC." UNDER THE NAME OF "ADAPTEC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF MARCH, A.D. 1988, AT 6.0' CLOCK P.M.

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



Edward J. Freel
Edward J. Freel, Secretary of State

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AUTHENTICATION: 8981553

DATE: 03-19-98

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PATENT

REEL: 9712 FRAME: 0849

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING INCAT SYSTEMS SOFTWARE USA, INC.
INTO ADAPTEC, INC.**
(Pursuant to Section 253 of the
Delaware General Corporation Law)

Adaptec, Inc., (the "Company") a corporation incorporated under the laws of Delaware does hereby certify that this corporation owns all the outstanding stock of Incat Systems Software USA, Inc., ("INCAT") a corporation incorporated under the laws of Delaware, and that this corporation by resolutions of its board of directors duly adopted at a meeting held on March 6, 1998 determined to and did merge into itself said subsidiary which resolutions are in the following words:

WHEREAS, the Company lawfully owns all of the outstanding shares of capital stock of its subsidiary, Incat Systems Software USA, Inc., a Delaware corporation ("INCAT"); and

WHEREAS, the Company desires to merge INCAT into itself so that the Company is possessed of all the estate, property, rights, privileges and franchises of INCAT;


NOW, THEREFORE, BE IT RESOLVED, that the Company merge INCAT into itself, and it hereby does merge INCAT into the Company and assumes all of INCAT's liabilities;

FURTHER RESOLVED, that the president or a vice-president, and the secretary or treasurer of the Company be and they hereby are directed to make and execute a Certificate of Ownership and Merger setting forth a copy of the resolutions to merge INCAT into the Company, in which merger the Company will assume INCAT's liabilities and to file the same in the offices of the Secretary of State of the State of Delaware;

FURTHER RESOLVED, that the officers of the Company be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in anyway necessary or proper to effect said merger, including the appointment of the Secretary of State of the State of Delaware as agent for service of process.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its president and attested by its secretary, this 14 day of March, 1998.

ADAPTEC, INC.

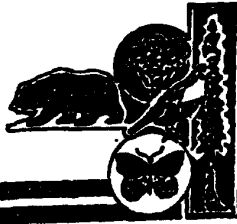
By 

Title: Vice President & Treasurer

Christopher G. O'Meara

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PATENT
REEL: 9712 FRAME: 0850



State
of
California
SECRETARY OF STATE

CORPORATION DIVISION

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

That the annexed transcript has been compared with
the corporate record on file in this office, of which it
purports to be a copy, and that same is full, true and
correct.

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

SEP 25 1995



Secretary of State

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RECORDED: 01/27/1999

PATENT
REEL: 9712 FRAME: 0851