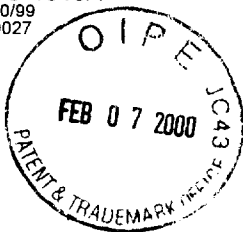


2.7.00

03-07-2000

FORM PTO-1619A  
Expires 06/30/99  
OMB 0651-0027

101282866

U.S. Department of Commerce  
Patent and Trademark Office  
**PATENT****RECORDATION FORM COVER SHEET  
PATENTS ONLY****TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).****Submission Type**☒ New☐ Resubmission (Non-Recordation)  
Document ID# ☐ Correction of PTO ErrorReel # Frame # ☐ Corrective DocumentReel # Frame # **Conveyance Type**☐ Assignment☐ Security Agreement☐ License☐ Change of Name☐ Merger☒ Other Certificate of Ownership and  
MergerU.S. Government  
(For Use ONLY by U.S. Government Agencies)☐ Departmental File☐ Secret File**Conveying Party(ies)**☐ Mark if additional names of conveying parties attachedName (line 1)  FirstWorld Communications Inc. (a California Corporation)Name (line 2) Month  Day  Year **Second Party**Name (line 1) Name (line 2) Month  Day  Year **Receiving Party**☐ Mark if additional names of receiving parties attachedName (line 1)  FirstWorld Delaware, Inc. (a Delaware Corporation) by change of name,  
FirstWorld Communications, Inc (a Delaware Corporation)Name (line 2) Address (line 1)  8390 East Crescent Parkway, Suite 300Address (line 2) Address (line 3)  Greenwood Village CO 80111

City

State/Country

Zip Code

☐ If document to be recorded  
is an assignment and the  
receiving party is not  
domiciled in the United  
States, an appointment of a  
domestic representative is  
attached. (Designation  
must be a separate  
document from  
Assignment.)**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name Address (line 1) Address (line 2) Address (line 3) Address (line 4) 

03/07/2000 DCBATES 00000109 5303320

FOR OFFICE USE ONLY

01 FEB 2000

00.00 BP

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231**PATENT**  
**REEL: 010579 FRAME: 0429**

**Correspondent Name and Address**

Telephone Number (619)238-0999

Name (line 1) James W. McClain

Address (line 1) Brown, Martin, Haller & McClain, LLP

Address (line 2) 1660 Union Street

Address (line 3) San Diego, CA 92101

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

# 5

**Application Number(s) or Patent Number(s)**

☐ Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property).

Patent Application Number(s)

Patent Number(s)

5,303,320

5,451,714

If this document is being filed together with a new Patent Application, enter the date the patent application was signed by the first named executing inventor.

Month

Day

Year

**Patent Cooperation Treaty (PCT)**

PCT

PCT

PCT

Enter PCT application number only if a U.S. Application Number has not been assigned.

PCT

PCT

PCT

**Number of Properties**

Enter the total number of properties involved.

# 2

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 80.00

Method of Payment:

Enclosed

☒

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

# 02-4070

Authorization to charge additional fees:

Yes

☒

No

**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. Charges to deposit account are authorized, as indicated herein.

James W. McClain



February 4, 2000

Name of Person Signing

Signature

Date

State of Delaware  
Office of the Secretary of State

---

PAGE 1



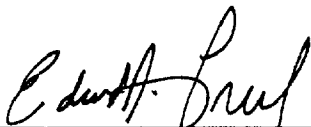
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"FIRSTWORLD COMMUNICATIONS, INC.", A CALIFORNIA CORPORATION,  
WITH AND INTO "FIRSTWORLD DELAWARE, INC." UNDER THE NAME OF  
"FIRSTWORLD COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF JUNE, A.D.  
1998, AT 9 O'CLOCK A.M.

2859163 8100M

991335947



  
Edward J. Freel, Secretary of State

AUTHENTICATION: 9918790

DATE: 08-12-99

PATENT  
REEL: 010579 FRAME: 0431

**CERTIFICATE OF OWNERSHIP AND MERGER  
OF  
FIRSTWORLD COMMUNICATIONS, INC.  
(a California corporation)  
INTO  
FIRSTWORLD DELAWARE, INC.  
(a Delaware corporation)**

It is hereby certified that:

1. FIRSTWORLD COMMUNICATIONS, INC. (hereinafter referred to as the "Disappearing Corporation") is a business corporation of the State of California.
2. The Disappearing Corporation, as the owner of 100% of the outstanding shares of the stock of FIRSTWORLD DELAWARE, INC., hereby merges itself into FIRSTWORLD DELAWARE, INC., a corporation of the State of Delaware (the "Surviving Corporation").
3. The following is a copy of the resolutions adopted and approved on the 25<sup>th</sup> day of June, 1998, by the Board of Directors of the Disappearing Corporation to merge the Disappearing Corporation into the Surviving Corporation:

"NOW, THEREFORE, BE IT RESOLVED, that the Disappearing Corporation be merged into the Surviving Corporation pursuant to the laws of the State of Delaware as hereinafter provided, so that the separate existence of the Disappearing Corporation shall cease as soon as the merger shall become effective, and thereupon the Disappearing Corporation and the Surviving Corporation will become a single corporation, which shall continue to exist under, and be governed by, the laws of the State of Delaware.

RESOLVED FURTHER, that the terms and conditions of the proposed merger are as follows:

(a) From and after the effective time of the merger, all of the estate, property, rights, privileges, powers, and franchises of the Disappearing Corporation shall become vested in and be held by the Surviving Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by the Disappearing Corporation, and the Surviving Corporation shall assume all of the obligations of the Disappearing Corporation.

(b) No pro rata issuance of the shares of stock of the Surviving Corporation which are owned by the Disappearing Corporation immediately prior to the effective time of the merger shall be made, and such shares shall be surrendered and extinguished.

(c) Each share of Series A Common Stock of the Disappearing Corporation which shall be issued and outstanding immediately prior to the effective time of the merger shall be converted into one (1) issued and outstanding share of Series A Common Stock, \$.0001 par value, of the Surviving Corporation, and, from

and after the effective time of the merger, the holders of all of said issued and outstanding shares of Series A Common Stock of the Disappearing Corporation shall automatically be and become holders of shares of Series A Common Stock of the Surviving Corporation upon the basis above specified, whether or not certificates representing said shares are then issued and delivered.

(d) Each share of Series B Common Stock of the Disappearing Corporation which shall be issued and outstanding immediately prior to the effective time of the merger shall be converted into one (1) issued and outstanding share of Series B Common Stock, \$.0001 par value, of the Surviving Corporation, and, from and after the effective time of the merger, the holders of all said issued and outstanding shares of Series B Common Stock of the Disappearing Corporation shall automatically be and become holders of shares of Series B Common Stock of the Surviving Corporation upon the basis above specified, whether or not certificates representing said shares are then issued and delivered.

(e) After the effective time of the merger, each holder of record of any outstanding certificate or certificates theretofore representing Series A Common Stock or Series B Common Stock of the Disappearing Corporation may surrender the same to the Surviving Corporation at its office in San Diego, California and such holder shall be entitled upon such surrender to receive in exchange therefor a certificate or certificates representing a number of shares of Common Stock of the Surviving Corporation as described in paragraphs (c) and (d), above. Until so surrendered, each outstanding certificate which prior to the effective time of the merger represented one or more shares of Series A Common Stock or Series B Common Stock of the Disappearing Corporation shall be deemed for all corporate purposes to evidence ownership of an equal number of shares of Series A Common Stock or Series B Common Stock, respectively, of the Surviving Corporation.

(f) From and after the effective time of the merger, the Certificate of Incorporation of the Surviving Corporation shall be the Certificate of Incorporation of the Surviving Corporation as in effect immediately prior to such effective time; *provided* that from and after the effective time of the merger, Article First of the Surviving Corporation's Certificate of Incorporation is amended to read as follows:

“FIRST: The name of the Corporation (hereinafter the  
“Corporation”) is

FIRSTWORLD COMMUNICATIONS, INC.”

(g) From and after the effective time of the merger, the By-Laws of the Surviving Corporation shall be the By-Laws of the Surviving Corporation as in effect immediately prior to such effective time.

(h) Immediately following the effective time of the merger, the members of the Board of Directors and officers of the Surviving Corporation shall be the members of the Board of Directors and the corresponding officers of the Disappearing Corporation as in office immediately before the effective time of the merger.

(i) From and after the effective time of the merger, the assets and liabilities of the Disappearing Corporation and of the Surviving Corporation shall be entered on the books of the Surviving Corporation in the amounts at which the same shall be carried at such time on the respective books of the Disappearing Corporation and of the Surviving Corporation, subject to such inter-corporate adjustments or eliminations, if any, as may be required to give effect to the merger; and, subject to such action as may be taken by the Board of Directors of the Surviving Corporation, in accordance with generally accepted accounting principles, the capital and surplus of the Surviving Corporation shall be equal to the capital and surplus of the Disappearing Corporation and of the Surviving Corporation.

RESOLVED that these resolutions to merge be submitted to a majority of the shareholders entitled to vote of the Disappearing Corporation to act in writing without a meeting pursuant to the appropriate provisions of the California Corporations Code; and, in the event that a majority of said shareholders shall consent in writing to the merger, the proposed merger shall be deemed to be approved.

RESOLVED that, in the event that the proposed merger shall not be terminated, the proper officers of the Disappearing Corporation be and they hereby are authorized and directed to make and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions to merge itself into the Surviving Corporation and the date of adoption thereof, and to cause the same to be filed and recorded as provided by law, and to do all acts and things whatsoever, within the States of Delaware and California and in any other appropriate jurisdiction, necessary or proper to effect this merger."

4. The proposed merger herein certified has been adopted, approved, certified, executed and acknowledged by the Disappearing Corporation in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware and of Section 603 of the California Corporations Code.

Signed and attested to on June 25, 1998.

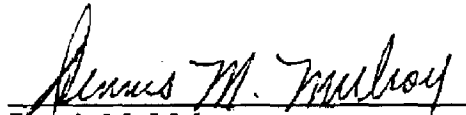
FIRSTWORLD COMMUNICATIONS, INC.

By: \_\_\_\_\_



Robert E. Randall  
Executive Vice President

ATTEST:



Dennis M. Mulroy  
Secretary