		04-18-200-	
FORM PTO-1595	RECORD/	04-18-2000	3. DEPARTMENT OF COMMERCE
(Rey. 6-93) OMB No. 0651-0011 (exp. 4/94)	PATENT		Patent and Trademark Office 99 P 7451 US
To the Honorable Commissioner	of Patents and Trademark	101325292 s: Please record	ments or copy thereof.
1. Name of conveying party(ies): MAR 15 PM 12: 48		2. Name and address of receivi	ing party(ies)
Siemens Microelectronics, Inc.OPR/FINANCE		Name: SMI Holding LLC	
		Internal Address: <u>Intellectual Property Department</u>	
Additional name(s) of conveying party(ies) attach	ned?Yes <u>X</u> No		
3. Nature of conveyance:		Street Address: 1730 North First Street	
Assignment Mer	ger		
Security Agreement Change of Name		City: <u>San Jose</u> State: <u>CA</u> ZIP: <u>95112</u>	
X Other Merger		Additional name(s) & address(es) attached?YesXNo	
Execution Date: 30 March 1999	1812		
4. Application number(s) or patent number	(s):	<u> </u>	
If this document is being filed together w	rith a new application, th	e execution date of the application is	·
A. Patent Application No.(s)		B. Patent No.(s)	
09/245,269		Additional numbers attached? Yes _X_ No	
5 Name and address of the design of the desi			
Name and address of party to whom correspondence concerning document should be mailed:		6. Total number of applications a	and patents involved: <u>one</u>
Name: Elsa Keller			
Internal Address:		7 Total Fee (37 CFR 3 41) \$ 40 00	
Siemens Corporation		Enclosed	
Intellectual Property Department		_X_ Authorized to be charged	d to deposit account
Street Address: 186 Wood Avenue Sou	<u>uth</u>	O. Damasit Assault A.	
City: Iselin State: NJ ZIP:	08830	8. Deposit Account No.	
	DO NOT LO	19-2179	
		SE THIS SPACE	
 Statement and signature To the best of my knowledge and belief, copy of the original document. 	the foregoing information	n is true and correct and any attache	d copy is a true
Stanton C. Braden, Esq., Reg. No.: 32,556 Name of Person Signing Signature Date			
Total number of pages including cover sheet, attachments, and document: 6			

04/18/2000 TTDM11 00000005 192179 09245269 01 FC:581 (40.00 CH

SIEMENS MICROELECTRONICS, INC.

UNANIMOUS CONSENT OF DIRECTORS PURSUANT TO THE DELAWARE GENERAL CORPORATION LAW

The undersigned, constituting all of the Directors of SIEMENS MICROELECTRONICS, INC., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), HEREBY APPROVE AND CONSENT TO the adoption of the following resolutions:

RESOLVED, that the merger of the Corporation with and into SMI Holding LLC, a Delaware limited liability company (the "Merger"), on the terms and conditions set forth in the Agreement and Plan of Merger, dated as of March 30, 1999 (the "Merger Agreement"), between the Corporation and SMI Holding LLC, be, and it hereby is, approved; and

FURTHER RESOLVED, that the Board of Directors of the Corporation recommends to Siemens Corporation, the sole stockholder of the Corporation, the Merger and the Merger Agreement; and

FURTHER RESOLVED, that the President and Chief Executive Officer and the Executive Vice President, Treasurer and Chief Financial Officer of the Corporation, acting individually or jointly, be, and hereby are, authorized and directed on behalf of the Corporation to execute and deliver the Merger Agreement and to execute, deliver and file any and all schedules, forms, certificates, notices, instruments and governmental filings, and to take any other action, which said person or persons deem to be reasonably required or desirable in connection with the transactions contemplated under the Merger Agreement and the consummation of any ancillary or related transactions with respect thereto, giving and granting to such persons full power and authority to do, perform, and approve any and all acts necessary or incident to implementation of this resolution; and the execution and delivery of all such agreements, documents and instruments by either of such persons shall be conclusive evidence of the approval of such person; and

FURTHER RESOLVED, that the proper officers of this Corporation be, and hereby are, authorized and directed to take any and all actions necessary to effectuate all of the above resolutions.

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AN: 488 777 4974 , NO. 7651

SCI MANAGEMENT

SCI MANAGEMENT

IN WITNESS WHEREOF, the undersigned Board of Directors of Siemens Microelectronics, Inc., have executed this Unanimous Written Consent as of this 30th day of March, 1999.

Ulrich Schumacher (Chairman)

Peter Bauer

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Joe Kasser

Klaus Ziegier

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IN WITNESS WHEREOF, the undersigned Board of Directors of Slemens Microelectronics, Inc., have executed this Unanimous Written Consent as of this 30th day of March, 1999.

Ulrich Schumacher (Chairman)

P. 3

Peter Bauer

Peter Flacht

Joe Kaeser

Klaus Ziegler

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IN WITNESS WHEREOF, the undersigned Board of Directors of Siemens Microelectronics, Inc., have executed this Unanimous Written Consent as of this 30th day of March, 1999.

Ulrich Schumacher (Chairman)

Peter Bauer

Peter Fischl

Joe Kaeser

Klaus Ziegler

2

IN WITNESS WHEREOF, the undersigned Board of Directors of Siemens Microelectronics, Inc., have executed this Unanimous Written Consent as of this 30th day of March, 1989.

Ulrich Schumacher (Chairman)

Peter Bauer

Peter Fischi

Joe Kaese

Klaus Zlegier

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