

09-25-2000

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FORM PTO-	SEP 05 2000		U.S. DEPARTMENT OF COMMERCE PATENT AND TRADEMARK OFFICE
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To the Honorable Commis.

101469133

ached original documents or copy thereof.

1. Name of conveying party(ies): Nortel Networks Corporation Additional name(s) of conveying party(ies) attached? _ Yes <u>X</u> No 3. Nature of conveyance: ☐ Assignment ☐ Merger ☐ Security Agreement <u>X</u> Change of Name ☐ Other _____ Execution Date: <u>May 1, 2000</u>	2. Name and address of receiving party(ies): Name: <u>Nortel Networks Limited</u> Internal Address: _____ Street Address: <u>World Trade Center of Montreal</u> <u>380 St. Antoine Street West, 8th Floor, Montreal, Quebec H2Y 3Y4</u> <u>Canada</u> Additional name(s) & address(es) attached? _ Yes <u>X</u> No
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4. Application number(s) or patent number(s). If this document is being filed together with a new application, the execution date of the application is: _____	
A. Patent Application No.(s) <u>09/175,879</u>	B. Patent No.(s) _____
Additional numbers attached: _ Yes <u>X</u> No	

5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>William M. Lee, Jr.</u> Internal Address: <u>Lee, Mann, Smith, McWilliams, Sweeney & Ohlson</u> Street Address: <u>P.O. Box 2786</u> City: <u>Chicago</u> State: <u>Illinois</u> Zip: <u>60690-2786</u>	6. Total number of applications and patents involved: <u>one</u> 7. Total fee (37 CFR 3.41) \$ <u>40.00</u> <u>X</u> Enclosed ☐ Authorized to be charged to deposit account 8. Deposit account number: <u>12-0913</u> (Attach duplicate copy of this form if paying by deposit account.)
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DO NOT USE THIS SPACE

9. 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. <u>William M. Lee, Jr.</u> <u>William M. Lee</u> <u>August 31, 2000</u> Name of Person Signing Signature Date Total number of pages including cover sheet, attachments and document <u>7</u>
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Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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PATENT
REEL: 011090 FRAME: 0613



NORTEL NETWORKS LIMITED

ASSISTANT SECRETARY'S CERTIFICATE

I, BLAIR F. MORRISON, Assistant Secretary of Nortel Networks Limited, formerly known as Nortel Networks Corporation (the "Corporation"), a Canadian corporation, do hereby certify under my hand and the corporate seal of the Corporation as follows:

1. Attached hereto as Exhibit A is a true, complete and correct copy of an extract from a certified copy of the Certificate of Arrangement between the Corporation and BCE Inc. dated May 1, 2000.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation.

Dated: June 20, 2000

Blair F. Morrison
Assistant Secretary

I, DEBORAH J. NOBLE, Corporate Secretary of the Corporation, hereby certify that BLAIR F. MORRISON is, and has been at all times since a date prior to the date hereof, the duly elected, qualified and acting Assistant Secretary of the Corporation and that the signature set forth above is his true and correct signature.

Dated: June 20, 2000

Deborah J. Noble
Corporate Secretary

Executed and signed before me at the City of Brampton, Province of
Ontario, Canada this 20 day of June 2000

I, _____, a Notary Public,
do hereby certify that the foregoing
is a true and correct copy of the
original of the Certificate of Arrangement
between the Corporation and BCE Inc.
dated May 1, 2000.



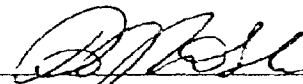
NORTEL NETWORKS LIMITED

CERTIFICATE

I, Deborah J. Noble, Corporate Secretary of Nortel Networks Limited (the "Corporation"), a Canadian corporation having executive offices at 8200 Dixie Road, Suite 100, Brampton, Ontario, Canada, hereby certify under my hand and the corporate seal of the Corporation as follows:

1. effective as of and from May 1, 2000 the Corporation changed its named from "Nortel Networks Corporation" to Nortel Networks Limited".

Dated at Brampton, Province of Ontario, Canada, this 20th day of June, 2000.



Deborah J. Noble
Corporate Secretary

Executed and signed before me at the
City of Brampton, Province of Ontario
this 20th day of June, 2000.



Deborah J. Noble, Notary Public,
City of Brampton, Province of Peel, limited to
the execution of instruments and the
administration of the assets of Nortel Networks
Corporation and its subsidiaries.
Expires May 5, 2002.

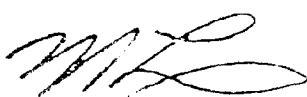


Industry Canada Industrie Canada
Canada Business Loi canadienne sur
Corporations Act les sociétés par actions

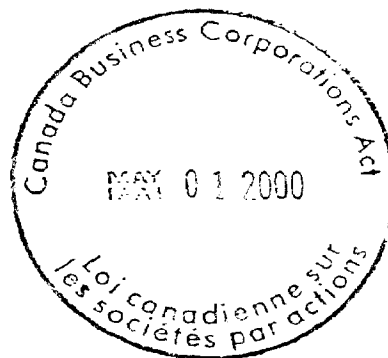


I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE
DOCUMENT CI-JOINT EST UNE COPIE
EXACTE D'UN DOCUMENT CONTENU
DANS LES LIVRES TENUS PAR LE
DIRECTEUR.


Deputy Director - Directeur adjoint

Date



Canada



Certificate of Arrangement

Canada Business Corporations Act

Certificat d'arrangement

Loi canadienne sur les sociétés par actions

Nortel Networks Corporation/

125147-3

Corporation Nortel Networks

BCE Inc.

356667-6

Name of CBCA corporation(s) involved -
Dénomination(s) de la (des) société(s)
L.C.S.A. concernée(s)

Corporation number - Numéro de la société

I hereby certify that the arrangement set out in the attached articles of arrangement, involving the above-referenced corporation(s), has been effected under section 192 of the *Canada Business Corporations Act*.

Je certifie que l'arrangement mentionné dans les clauses d'arrangement annexées, concernant la (les) société(s) susmentionnée(s), a pris effet en vertu de l'article 192 de la *Loi canadienne sur les sociétés par actions*.



Director - Directeur

May 1, 2000 / le 1 mai 2000

Date of Arrangement - Date de l'arrangement

Canada



Name of applicant corporation(s) - Dénomination de la(des) société(s) requérante(s)

BCE INC.
NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS2 - Corporation No(s).
N°(s) de la(des) société(s)3566676
1251473Name of the corporation(s) the articles of which are amended, if applicable
Dénomination de la(des) société(s) dont les statuts sont modifiés, le cas échéant

NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS

4 - Corporation No(s).
N°(s) de la(des) société(s)

1251473

NEW NORTEL INC.

375 438-3

Name of the corporation(s) created by amalgamation, if applicable
Dénomination de la(des) société(s) issue(s) de la(des) fusion(s), le cas échéant

(a) BCE INC.

6 - Corporation No(s).
N°(s) de la(des) société(s)

375 437-5

(b) NEW NORTEL INC.

375 438-3

Name of the dissolved corporation(s), if applicable
Dénomination de la(des) société(s) dissoute(s), le cas échéant8 - Corporation No(s).
N°(s) de la(des) société(s)Name of other bodies corporate involved, if applicable
Dénomination des autres personnes morales en cause, le cas échéant

3721621 CANADA INC.

10 - Corporation No(s), or jurisdiction of
incorporation - N°(s) de la(des) société(s)/ou
loi sous le régime de laquelle elle est
constituée

3721621

In accordance with the order approving the arrangement.

Conformément aux termes de l'ordonnance approuvant l'arrangement.

the articles of the above-named corporation(s) are
amended in accordance with the attached plan of arrangementles statuts de la(des) société(s) susmentionnée(s) sont modifiés en
conformité avec le plan d'arrangement ci-joint.the following bodies corporate are amalgamated in accordance with
the attached plan of arrangementles personnes morales suivantes sont fusionnées conformément au
plan d'arrangement ci-joint.

(i) BCE INC. (#3566676)

3263207 CANADA INC. (#3263207)

FORMS 5 (a)

THE ANNEXED SCHEDULE B IS INCORPORATED IN THIS FORM/L'ANNEXE B CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE

(ii) NEW NORTEL INC. (#3728684)

3056074 CANADA INC. (#3056074)

FORMS 5 (b)

THE ANNEXED SCHEDULE C IS INCORPORATED IN THIS FORM/L'ANNEXE C CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE

the above-named corporation(s) is(are) liquidated and dis-
solved in accordance with the attached plan of arrangementla(les) société(s) susmentionnée(s) est(sont) liquidée(s) et dis-
soute(s) conformément au plan d'arrangement ci-jointthe plan of arrangement attached hereto, involving the above-
named body(ies), corporate is hereby effectedle plan d'arrangement ci-joint portant sur la(les) personne(s)
morale(s) susmentionnée(s) prend effet

THE ANNEXED SCHEDULE D IS INCORPORATED IN THIS FORM/L'ANNEXE D CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE

its

Signature

MARINE

JURCE

Title - Titre

Chief Legal Officer - BCE Inc

Corporate Secretary Nortel Networks Corporation

MAY 1, 2000

3120 (3/95) (CAA 1780)

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT
Filed - Déposé

MAY 1 2000



Schedule A/L'Annexe A

- (a) The name of Nortel Networks Corporation/Corporation Nortel Networks (#1251473) is changed to Nortel Networks Limited/Corporation Nortel Networks Limitée.
- (b) The articles of New Nortel Inc. (# 375428-3) are hereby changed as follows:
 - (i) the name of the corporation is changed to Nortel Networks Corporation/Corporation Nortel Networks; and
 - (ii) the common shares of the corporation are subdivided on a two-for-one basis effective at the close of business on the fourth Trading Day after the Effective Date.

For this purpose, "Trading Day" and "Effective Date" shall have the meanings ascribed thereto in the attached Plan of Arrangement.

Doc #: 751416.1