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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Divicom Inc.

4-17-02

2. Name and address of receiving party(ies)

Name: **C-Cube Microsystems Inc.**

Internal Address: _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:



Assignment



Merger



Security Agreement



Change of Name



Other _____

Street Address: **1708 McCarthy Blvd.**City: **Milpitas** State: **CA** Zip: **95035**Execution Date: **January 28, 2000**Additional name(s) & address(es) attached? ☐ Yes ☒ No

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)

B. Patent No.(s)

5,828,414Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Proskauer Rose LLP**Internal Address: **Patent Department**Street Address: **1585 Broadway**City: **New York** State: **NY** Zip: **10036**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

8. Deposit account number:

16-2500

(Attach duplicate copy of this page if paying by deposit account)

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.***Gregg I. Goldman, Reg. No. 38,896**

Name of Person Signing

Signature

April 10, 2002

Date

Total number of pages including cover sheet, attachments, and documents: **6**

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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231PATENT
REEL: 012831 FRAME: 0602

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:

"DIVICOM INC.", A DELAWARE CORPORATION,

WITH AND INTO "C-CUBE MICROSYSTEMS INC." UNDER THE NAME OF "C-CUBE MICROSYSTEMS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF JANUARY, A.D. 2000, AT 4:30 O'CLOCK P.M.

2619585 8100M

001328251



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

AUTHENTICATION

0506675

DATE 06-27-00

PATENT
REEL: 012831 FRAME: 0603

CERTIFICATE OF MERGER
OF
C-CUBE MICROSYSTEMS INC.
(a Delaware corporation)
WITH
HARMONIC INC.
(a Delaware corporation)

PURSUANT TO SECTION 251 OF THE DELAWARE GENERAL CORPORATION LAW

The undersigned corporation hereby certifies that:

- FIRST:** The names and states of incorporation of the constituent corporations are as follows:
- | <u>Name</u> | <u>State of Incorporation</u> |
|--------------------------|-------------------------------|
| C-Cube Microsystems Inc. | Delaware |
| Harmonic Inc. | Delaware |
- SECOND:** An Agreement and Plan of Merger and Reorganization has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.
- THIRD:** The name of the surviving corporation of the merger is Harmonic Inc., a Delaware corporation.
- FOURTH:** Article IV of the Restated Certificate of Incorporation of the surviving corporation shall be amended as attached hereto in Schedule A.
- FIFTH:** The executed Agreement and Plan of Merger and Reorganization is on file at the office of the surviving corporation. The address of said office is Harmonic Inc., 549 Baltic Way, Sunnyvale, California 94089.
- SIXTH:** A copy of the Agreement and Plan of Merger and Reorganization will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Merger on behalf of the Surviving Corporation as its authorized officer and hereby affirms, under penalty of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated herein are true.

Dated: May 3, 2000

HARMONIC INC.,
a Delaware corporation
By /s/Anthony J. Ley
Anthony J. Ley, President and
Chief Executive Officer

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 07:30 AM 05/03/2000
001203940 - 2492274

PATENT
REEL: 012831 FRAME: 0604

SCHEDULE A

The Restated Certificate of Incorporation of the Corporation is hereby amended by striking out the first paragraph of Article IV thereof and substituting in lieu of said paragraph the following new paragraph:

"The Corporation is authorized to issue two classes of stock to be designated, respectively, Preferred Stock, par value \$0.001 per share ("Preferred Stock"), and Common Stock, par value \$0.001 per share ("Common Stock"). The total number of shares of Preferred Stock that the Corporation shall have authority to issue is 5,000,000. The total number of shares of Common Stock that the Corporation shall have authority to issue is 75,000,000."

**CERTIFICATE OF OWNERSHIP AND MERGER
OF SUBSIDIARY INTO PARENT**

**CERTIFICATE OF OWNERSHIP AND MERGER
MERGING**

DIVICOM INC.,
a Delaware corporation

INTO

C-CUBE MICROSYSTEMS INC.,
a Delaware corporation
(Pursuant to Section 253 of the General Corporation Law of Delaware)

C-Cube Microsystems Inc., a Delaware corporation (the "Corporation") does hereby certify:

FIRST: That the Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware.

SECOND: That the Corporation owns all of the outstanding shares of each class of the capital stock of DiviCom Inc., a Delaware corporation.

FOURTH: That the Corporation, by the following resolutions of its Board of Directors, duly adopted on the 25th day of January, 2000, determined to merge into itself DiviCom Inc. on the conditions set forth in such resolutions:

RESOLVED: That C-Cube Microsystems Inc. merge into itself its subsidiary, DiviCom Inc., and assume all of said subsidiary's liabilities and obligations;

RESOLVED FURTHER: That the President and Secretary of this Corporation be and they hereby are directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolution to merge said DiviCom Inc. into this corporation and to assume said subsidiary's liabilities and obligations and the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware and a certified copy thereof in the Office of the Recorder of Deeds.

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 01/28/2000
001047557 - 2376732

IN WITNESS WHEREOF, said C-Cube Microsystems Inc. has caused its corporate seal to be affixed and this certificate to be signed by Alexandre Balkanski, its authorized officer, this 25th day of January, 2000.

C-CUBE MICROSYSTEMS INC.,
a Delaware corporation

By:



Alexandre Balkanski,
President and Chief Executive Officer

EXPORTABLE PATENT 0365903

TOTAL P.03