

06-13-2002



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Form PTO-1595 (Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)

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

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

1. Name of conveying party(ies):

Next Level Communications L.P.

6-7-02

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

3. Nature of Conveyance:

☐ Assignment

☒ Merger

☐ Security Agreement

☐ Change of Name

☐ Other

Execution Date: November 12, 1999

2. Name and address of receiving party(ies)

Name: Next Level Communications, Inc.

Internal Address:

Street Address:

6085 State Farm Drive

City: Rohnert Park

State: CA

Zip: 94928

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 new application is:

A. Patent Application No.(s):

09/456,921 60/043,811 60/123,716 09/521,914
60/038,276 09/026,036 09/488,275 60/142,778
09/612,562 10/153,858 09/604,272 09/496,666

B. Patent No.(s):

6,282,189 6,208,637 6,317,884

Additional numbers attached? ☒ Yes ☐ No

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

Name: COVINGTON & BURLING

Internal Address: Patent Docketing

Street Address: 1201 Pennsylvania Avenue, N.W.

City: Washington

State: DC Zip: 20004-2401

6. Total number of applications and patents involved:

22

7. Total fee (37 CFR 3.41)

\$ 880.00

☒ Enclosed

☐ Authorized to be charged to deposit account

8. Deposit account number:

50-0740

(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.

Paul J. Berman
Name of Person Signing

Signature

June 7, 2002
Date

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

06/12/2002 6TON11 00000091 09456921

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PATENT
REEL: 012973 FRAME: 0009

**RECORDATION FORM COVER SHEET
(continued)****Additional Conveying Party(ies) (1. Continued):****Additional Assignees (2. Continued):**

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip Code: _____

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip Code: _____

Assignee Name: _____

Internal Address: _____

Street Address: _____

City: _____ State: _____ Zip Code: _____

Additional Applications and/or Patents (4. Continued):

Additional Patent Application Numbers

4A. Continued:

09/583,947	09/026,038	60/038,426	09/525,488
60/038,426	09/526,100	09/525,412	

Additional Patent Numbers

4B. Continued:

State of Delaware

PAGE 1

Office of the Secretary of State

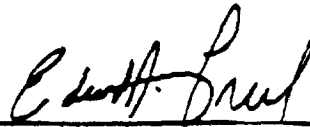
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"NEXT LEVEL COMMUNICATIONS L.P.", A DELAWARE LIMITED PARTNERSHIP,

WITH AND INTO "NEXT LEVEL COMMUNICATIONS, INC." UNDER THE NAME OF "NEXT LEVEL COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF NOVEMBER, A.D. 1999, AT 4:30 O'CLOCK P.M.

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Edward J. Freel, Secretary of State

0226974

AUTHENTICATION:

DATE:

PATENT

REEL: 012973 FRAME: 0011

CERTIFICATE OF MERGER

MERGING

NEXT LEVEL COMMUNICATIONS L.P.

WITH AND INTO

NEXT LEVEL COMMUNICATIONS, INC.

**UNDER SECTION 263 OF THE GENERAL CORPORATION LAW
OF THE STATE OF DELAWARE**

AND

**UNDER SECTION 17-211 OF THE REVISED UNIFORM LIMITED PARTNERSHIP ACT
OF THE STATE OF DELAWARE**

Pursuant to Section 263(c) of the General Corporation Law of the State of Delaware (the "DGCL") and Section 17-211(c) of the Revised Uniform Limited Partnership Act of the State of Delaware (the "DRULPA"), Next Level Communications, Inc., a Delaware corporation (the "Corporation"), hereby certifies to the following information relating to the merger (the "Merger") of Next Level Communications L.P., a Delaware limited partnership (the "Partnership"), with and into the Corporation (as the surviving corporation of the Merger, the "Surviving Corporation"):

FIRST: That the names and states of domicile of the Corporation and the Partnership, which are the constituent entities in the Merger, are as follows:

<u>Name</u>	<u>State</u>
Next Level Communications, Inc.	Delaware
Next Level Communications L.P.	Delaware

SECOND: That an Agreement and Plan of Merger dated as of November 9, 1999 (the "Merger Agreement") by and among General Instrument Corporation, Spencer Trask Investors LLC, the general partner of the Partnership (the "General Partner"), Next Level Communications, a California corporation and the limited partner of the Partnership (the "Limited Partner"), the Partnership and the Corporation has been approved, adopted, certified, executed and acknowledged by the Corporation and the Partnership in accordance with Section 263(c) of the DGCL and Section 17-211(c) of the DRULPA.

THIRD: That the name of the Surviving Corporation shall be Next Level Communications, Inc.

FOURTH: That the Restated Certificate of Incorporation of the Corporation shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: That an executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Next Level Communications, Inc.
6085 State Farm Drive,
Rohnert Park, California 94928

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any partner of the Partnership and any stockholder of the Corporation.

SEVENTH: That this Certificate of Merger shall be effective at 4:30 p.m., Eastern Time, on November 12, 1999 in accordance with the provisions of Sections 103 and 263 of the DGCL and Sections 17-206 and 17-211 of the DRULPA.

[This space intentionally left blank.]

IN WITNESS WHEREOF, Next Level Communications, Inc. has caused this Certificate of Merger to be signed by its Senior Vice President, Chief Financial Officer, Treasurer and Secretary, James T. Wandrey, this 12th day of November, 1999.

NEXT LEVEL COMMUNICATIONS, INC.

By: 

Name: James T. Wandrey

Title: Senior Vice President, Chief Financial
Officer, Treasurer and Secretary