

09-05-2002

U.S. DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

To the Honorable Commis

102211752

tached original documents or copy thereof.

1. Name of conveying party(ies):
Northern Telecom Limited

082802

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

3. Nature of conveyance:

☐ Assignment ☐ Merger

☐ Security Agreement ☒ Change of Name

☐ Other _____

Execution Date: April 27, 1999

2. Name and address of receiving party(ies):

Name: Nortel Networks Corporation

Internal Address: _____

Street Address: World Trade Center of Montreal

380 St. Antoine Street West, 8th Floor, Montreal, Quebec H2Y 3Y4

Canada

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)

09/185,361



B. Patent No.(s)

Additional numbers attached: ☐ Yes ☒ No

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

Name: William M. Lee, Jr.

Internal Address: Lee, Mann, Smith, McWilliams, Sweeney & Ohlson

Street Address: P.O. Box 2786

City: Chicago State: Illinois Zip: 60690-2786

6. Total number of applications and patents involved: one

7. Total fee (37 CFR 3.41) \$ 40.00

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

12-0913

(Attach duplicate copy of this form 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.

William M. Lee, Jr.

Name of Person Signing

Signature

August 21, 2002

Date

Total number of pages including cover sheet, attachments and document 3

Do not detach this portion

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

09/04/2002 DBYRNE 00000159 09185361

01 FC=581

40.00 DP

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.

PATENT

REEL: 013242 FRAME: 0625

1 - Name of applicant corporation(s) - Dénomination de la(des) requérante(s) BCE INC. NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS	2 - Corporation No(s). N°(s) de la(des) société(s) 3566676 1251473
3 - Name 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 (a) NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS (b) NEW NORTEL INC.	4 - Corporation No(s). N°(s) de la(des) société(s) 1251473 375 438-3
5 - 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. (b) NEW NORTEL INC.	6 - Corporation No(s). N°(s) de la(des) société(s) 375 437-5 375 438-3
7 - Name of the dissolved corporation(s), if applicable Dénomination de la(des) société(s) dissoute(s), le cas échéant	8 - Corporation No(s). N°(s) de la(des) société(s)
9 - 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

11 - In accordance with the order approving the arrangement,

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

- (a) the articles of the above-named corporation(s) are amended in accordance with the attached plan of arrangement ☒ les statuts de la(des) société(s) susmentionnée(s) sont modifiés en conformité avec le plan d'arrangement ci-joint;
THE ANNEXED SCHEDULE A IS INCORPORATED IN THIS FORM/L'ANNEXE A CI-JOINTE FAIT PARTIE INTÉGRANTE DU PRÉSENT FORMULAIRE
- (b) the following bodies corporate are amalgamated in accordance with the attached plan of arrangement ☒ les 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

- (c) the above-named corporation(s) is(are) liquidated and dissolved in accordance with the attached plan of arrangement ☐ la(les) société(s) susmentionnée(s) est(sont) liquidées et dissoute(s) conformément au plan d'arrangement ci-joint

- (d) the plan of arrangement attached hereto, involving the above-named body(ies), corporate is hereby effected ☒ le 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

Date MAY 1, 2000	Signature MARINE TURCO B. Mesh	Title - Titre Chief Legal Officer - BCE Inc Corporate Secretary Nortel Networks Corporation
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IC 3180 (3/95) (CAA 1780)

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

MAY 1 2000

PATENT

REEL: 013242 FRAME: 0626

- (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. (# ~~375430-3~~) 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.



Industry Canada Industrie Canada

CERTIFIED TRUE COPY

**Certificate
of Amendment**

**Canada Business
Corporations Act**

**Certificat
de modification**

**Loi canadienne sur
les sociétés par actions**

Beverly Avril Andrade, Notary Public,
Regional Municipality of Peel, limited
the attestation of instruments and the
taking of affidavits, for Nortel Network
Corporation and its subsidiaries.
Expires May 5, 2002.

Nortel Networks Corporation/

125147-3

Corporation Nortel Networks

Name of corporation-Dénomination de la société

I hereby certify that the articles of the
above-named corporation were amended

Corporation number-Numéro de la société

Je certifie que les statuts de la société
susmentionnée ont été modifiés:

a) under section 13 of the *Canada
Business Corporations Act* in accordance
with the attached notice;



a) en vertu de l'article 13 de la *Loi
canadienne sur les sociétés par
actions*, conformément à l'avis ci-joint;

b) under section 27 of the *Canada
Business Corporations Act* as set out in the
attached articles of amendment designating
a series of shares;



b) en vertu de l'article 27 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes
désignant une série d'actions;

c) under section 179 of the *Canada
Business Corporations Act* as set out in the
attached articles of amendment;



c) en vertu de l'article 179 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses modificatrices ci-jointes;

d) under section 191 of the *Canada
Business Corporations Act* as set out in the
attached articles of reorganization;



d) en vertu de l'article 191 de la *Loi
canadienne sur les sociétés par
actions*, tel qu'il est indiqué dans les
clauses de réorganisation ci-jointes;

April 29, 1999 / le 29 avril 1999

Director - Directeur

Date of Amendment - Date de modification

Canada

PATENT
REEL: 013242 FRAME: 0628

1 - Name of corporation - Dénomination de la société NORTHERN TELECOM LIMITED/ NORTHERN TELECOM LIMITÉE	2 - Corporation No. - N° de la société 125147-3-M
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3 - The articles of the above-named corporation are amended as follows:

Les statuts de la société mentionnée ci-dessus sont modifiés de la façon suivante:

to change the name of the Corporation to:

remplacer la dénomination de la Société par:

Nortel Networks Corporation/Corporation Nortel Networks

Date April 27, 1999	Signature  Deborah J. Noble	Title - Titre Vice-President, Corporate Secretary and Associate General Counsel
3069 (11-94) (cca 1387)		FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT Filed - Déposée APR 29 1999

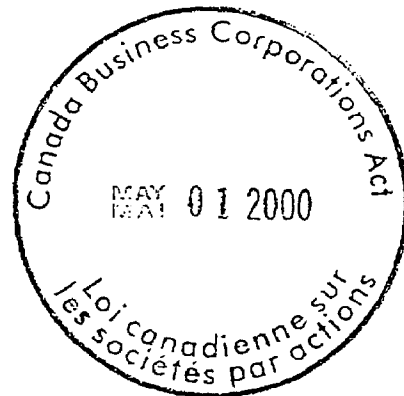


I HEREBY CERTIFY THAT THE
ATTACHED IS A TRUE COPY OF THE
DOCUMENT MAINTAINED IN THE
RECORDS OF THE DIRECTOR.

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

Certificat d'arrangement

Canada Business Corporations Act

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