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PATENTS U.S.

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
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Reel #  Frame #

**Conveyance Type**

- Assignment
- License
- Merger
- Security Agreement
- Change of Name
- Other

Attorney Docket No. SPLX.P0050

**Conveying Party (ies)**

Mark if additional names of conveying parties attached

Execution Date  
MMDDYYYY

Name (1<sup>st</sup> party) Simplex Solutions, Inc.

Name (2<sup>nd</sup> party) \_\_\_\_\_

Name (3<sup>rd</sup> party) \_\_\_\_\_

Name (4<sup>th</sup> party) \_\_\_\_\_

09272002

**Receiving Party**

Mark if additional names of receiving parties attached

If document to be recorded is an assignment and the receiving party is not domiciled in the U.S., an appointment of a domestic representative is attached. (Designation must be a separate document from Assignment)

Name Cadence Design Systems, Inc.

Name A Delaware Corporation

Address 2655 Seely Ave., Building 5 MS 5B1

Address \_\_\_\_\_

Address San Jose, CA 95134

City State/Country Zip Code

**Domestic Representative**

(Complete only if receiving party is not domiciled in the United States)

Name \_\_\_\_\_

Address \_\_\_\_\_

Address \_\_\_\_\_

Address \_\_\_\_\_

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Mail documents to be recorded with required cover sheet(s) information to:  
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Alexandria, VA 22313-1450

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**Correspondent Name and Address**

Name: John Stattler  
Address: Stattler Johansen & Adeli LLP  
P.O. Box 51860  
Palo Alto, California 94303-0728  
Telephone Number: (650) 752-0990, ext. 100  
Fax Number: (650) 752-0995

**Pages** Enter the total number of pages of the attached conveyance document including any attachments.

4

**Application Number(s) or Patent Number(s)**

Mark if additional numbers attached

Enter either the Patent Application Number or the Patent Number (DO NOT ENTER BOTH numbers for the same property.)

**Patent Application Number(s)**

**Patent Number(s)**

09/854,146						

If this document is being filed together with a new Patent Application, enter the date the patent Application was signed by the first named executing inventor. MMDDYYYY

**Patent Cooperation Treaty (PCT)**

Enter PCT application number(s) only if a U.S. Application Number has not been assigned.


**Number of Properties**

Enter the total number of properties involved

1

**Fee Amount**

25764

Fee Amount for Propeties Listed (37CFR3.41) \$

40.00

**Method of Payment:** Credit Card (See CC form)  Enclosed  Deposit Account

**Deposit Account**

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

# 50 1128

Authorization to charge additional fees: Yes  No

**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. Charges to deposit account are authorized, as indicated herein.

John Stattler  
Name of Person Signing

  
Signature

February 11, 2004  
Date

CERTIFICATE OF OWNERSHIP  
MERGING  
SIMPLEX SOLUTIONS, INC.  
(a Delaware corporation)  
WITH AND INTO  
CADENCE DESIGN SYSTEMS, INC.  
(a Delaware corporation)

PURSUANT TO SECTION 253 OF THE  
GENERAL CORPORATION LAW OF DELAWARE

Cadence Design Systems, Inc., a corporation incorporated on April 8, 1987 pursuant to the provisions of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify the following:

FIRST: That, as of the date hereof, this Corporation (the "Surviving Corporation") owns all (100%) of the outstanding capital stock of Simplex Solutions, Inc. ("Simplex"), a corporation incorporated under the laws of the State of Delaware.

SECOND: That this Corporation, by a resolution of its Board of Directors duly adopted on the 27<sup>th</sup> day of September, 2002, determined to and, subject to the conditions set forth in such resolutions, does merge Simplex into itself, to be effective upon the filing of this Certificate with the Delaware Secretary of State (the "Merger"):

APPROVAL AND AUTHORIZATION OF MERGER WITH SIMPLEX SOLUTIONS, INC.

WHEREAS, Simplex Solutions, Inc. ("Simplex"), a Delaware corporation, is a 100% wholly-owned subsidiary of the Corporation;

WHEREAS, it is proposed that the ownership and operation of the Corporation and Simplex be consolidated; and

WHEREAS, to effect such consolidation, it is deemed in the best interests of the Corporation to merge Simplex, with and into the Corporation (the "Merger") and pursuant to which: (i) effective upon filing of the Certificate of Ownership with the Delaware Secretary of State, Simplex would merge with and into the Corporation with the Corporation continuing its corporate existence as the surviving corporation of the merger; (ii) Simplex would cease to exist as a separate corporation; (iii) each outstanding share of capital stock of Simplex would automatically be canceled; (iv) all assets of Simplex would be transferred to and vested in the Corporation by operation of law and (v) all debts and liabilities of Simplex would be assigned to and assumed by the Corporation by operation of law.

NOW, THEREFORE, BE IT RESOLVED, that the Merger is hereby approved and authorized;

...

RESOLVED FURTHER, that each officer of the Corporation, acting alone or in concert, is hereby authorized and directed, in the name and on behalf of the Corporation, to take such action as necessary to carry the Merger into effect and cancel the shares of outstanding capital stock of Simplex;

RESOLVED FURTHER, that each officer of the Corporation acting alone or in concert, is hereby authorized and directed, in the name and on behalf of the Corporation, to prepare, execute and deliver or file such other documents and to take such further actions, including without limitation the preparation, execution and filing of a certificate of ownership with the Delaware Secretary of State, as such officer may deem necessary or proper in order to consummate the Merger, such necessity or propriety to be conclusively evidenced by such officer's execution, delivery or filing of such documents or taking of such actions;

RESOLVED FURTHER, that any officer of the Corporation, acting alone or in concert, is hereby authorized and directed, in the name and on behalf of the Corporation, to prepare, execute and deliver such documents and to take such actions as such officer may deem necessary or proper in order to obtain any required contractual consents to the Merger from third parties, such necessity or propriety to be conclusively evidenced by such officer's execution or delivery of such documents or taking of such actions;

RESOLVED FURTHER, that any officer of the Corporation, and each of them severally, is hereby authorized to take from time to time any and all such action and to execute and deliver from time to time any and all further papers, instruments, requests, receipts, applications, reports, certificates and other documents as may be deemed necessary or advisable in the opinion of any such officer to effectuate and consummate the Merger and any other transactions contemplated thereby;

RESOLVED FURTHER, that the foregoing resolutions shall also serve as evidence of the Corporation's authorization and approval of the Merger acting as the sole stockholder of Simplex.

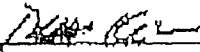
THIRD: No other approvals of the Merger are required under Delaware law.

[Remainder of page intentionally left blank.]

IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Ownership on behalf of Cadence Design Systems, Inc. as its authorized officer and hereby affirms, under the penalties of perjury, that this Certificate of Ownership is the act and deed of such corporation and that the facts stated herein are true.

DATED: September 21, 2002

CADENCE DESIGN SYSTEMS, INC.  
a Delaware Corporation

By:   
R.L. Smith McKeithen  
Senior Vice President, General Counsel and  
Secretary

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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:

"SIMPLEX SOLUTIONS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CADENCE DESIGN SYSTEMS, INC." UNDER THE NAME OF "CADENCE DESIGN SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF SEPTEMBER, A.D. 2002, AT 3 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2122896 8100M

AUTHENTICATION: 2012336

020606417

DATE: 10-01-02

RECORDED: 02/17/2004

PATENT  
REEL: 014976 FRAME: 0951