

## PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/15/2000
CONVEYING PARTY DATA	
Name	Execution Date
S3 Incorporated	11/09/2000
RECEIVING PARTY DATA	
Name:	SONICblue Incorporated
Street Address:	2801 Mission College Boulevard
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95052
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6304268
CORRESPONDENCE DATA	
Fax Number:	(650)812-3444
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	650.812.3400
Email:	CSpringer@CarrFerrell.com
Correspondent Name:	Colby B. Springer
Address Line 1:	Carr & Ferrell LLP
Address Line 2:	2200 Geng Road
Address Line 4:	Palo Alto, CALIFORNIA 94303
NAME OF SUBMITTER:	Susan Yee
Total Attachments: 3 source=S3 to SB#page1.tif source=S3 to SB#page2.tif source=S3 to SB#page3.tif	

CH \$40.00 6304268

500028267

PATENT  
REEL: 015918 FRAME: 0502

State of Delaware  
Office of the Secretary of State

PAGE 1

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:

"SONICBLUE INCORPORATED", A DELAWARE CORPORATION,

WITH AND INTO "S3 INCORPORATED" UNDER THE NAME OF "SONICBLUE INCORPORATED", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF NOVEMBER, A.D. 2000, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIFTEENTH DAY OF NOVEMBER, A.D. 2000, AT 8 O'CLOCK A.M.



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

2183836 8100M

AUTHENTICATION: 1002734

010087488

DATE: 03-~~04~~<sup>PATENT</sup>  
REEL: 015918 FRAME: 0503

CERTIFICATE OF OWNERSHIP AND MERGER  
MERGING  
SONICBLUE INCORPORATED  
WITH AND INTO  
S3 INCORPORATED

---

Pursuant to Section 253 of the  
General Corporation Law of the State of Delaware

---

S3 Incorporated, a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger of SONICblue Incorporated, a Delaware corporation (the "Subsidiary"), with and into the Company, with the Company remaining as the surviving corporation:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Board of directors of the Company, by the following resolutions duly adopted on October 9, 2000, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the DGCL:

RESOLVED, that the Subsidiary be merged with and into the Company (the "Merger"); and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Company shall remain unchanged and continue to remain outstanding as one share of common stock of the Company, held by the person who was the holder of such share of common stock of the Company immediately prior to the Merger; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of common stock of the Subsidiary shall be canceled and no consideration shall be issued in respect thereof; and it is further

1043150796

Received Nov-09-00 11:29am

From-408 980 5429

To-PILLSBURY

Page 02

999-7 91/9/00 719-1

7000077000

PATENT  
REEL: 015918 FRAME: 0504

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of effecting the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger, and it is further

RESOLVED, that upon the filing of the Certificate of Ownership and Merger, Article I of the Restated Certificate of Incorporation of the Company shall be amended in its entirety to read as follows:

"The name of the corporation is SONICblue Incorporated."

FOURTH: This Certificate of Ownership and Merger shall be effective at 8:00 a.m. on November 15, 2000.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 15th day of November, 2000.

By:

Name:

Title:

*William F. McFarland*  
WILLIAM F. MCFARLAND  
Secretary