

Form PTO-1595 (Rev. 07/05)  
OMB No. 0651-0027 (exp. 6/30/2008)

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

## RECORDATION FORM COVER SHEET PATENTS ONLY

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

### 1. Name of conveying party(ies)

Proxima Corporation, a Delaware corporation

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

### 3. Nature of conveyance/Execution Date(s):

Execution Date(s) 02/26/2003

- ☐ Assignment ☒ Merger  
☐ Security Agreement ☐ Change of Name  
☐ Joint Research Agreement  
☐ Government Interest Assignment  
☐ Executive Order 9424, Confirmatory License  
☐ Other \_\_\_\_\_

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

Name: InFocus Corporation

Internal Address: \_\_\_\_\_

Street Address: 27700B SW Parkway Avenue

City: Wilsonville

State: OR

Country: USA Zip: 97070

Additional name(s) & address(es) attached? ☐ Yes ☒ No

### 4. Application or patent number(s):

☐ This document is being filed together with a new application.

A. Patent Application No.(s)

B. Patent No.(s)

6,489,923

Additional numbers attached? ☐ Yes ☒ No

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

Name: SCHWABE, WILLIAMSON & WYATT, P.C.

Internal Address: \_\_\_\_\_

Street Address: Suite 1900

1211 SW Fifth Ave.

City: Portland

State: OR

Zip: 97204

Phone Number: 503-222-9981

Fax Number: 503-796-2900

Email Address: \_\_\_\_\_

### 6. Total number of applications and patents involved: 1

### 7. Total fee (37 CFR 1.21(h) & 3.41) \$ 40.00

- ☐ Authorized to be charged by credit card  
☒ Authorized to be charged to deposit account  
☐ Enclosed  
☐ None required (government interest not affecting title)

### 8. Payment Information

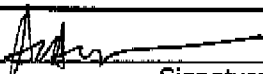
a. Credit Card Last 4 Numbers \_\_\_\_\_

Expiration Date \_\_\_\_\_

b. Deposit Account Number 500393

Authorized User Name Aloysius T.C. AuYeung

### 9. Signature:



Signature

07/26/2005

Date

Aloysius T.C. AuYeung, Reg. No. 35432

Name of Person Signing

Total number of pages including cover sheet, attachments, and documents: 7

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

CH \$40.00 500393 5489923

## CERTIFICATE

# State of Oregon

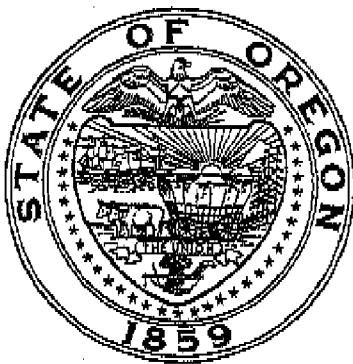
OFFICE OF THE SECRETARY OF STATE  
Corporation Division

I, *BILL BRADBURY*, Secretary of State of Oregon, and Custodian of the Seal  
of said State, do hereby certify:

*That the attached copy of the  
Articles of  
Merger  
filed on  
February 26, 2003  
for*

**INFOCUS CORPORATION**

*is a true copy of the original document  
that has been filed with this office.*



*In Testimony Whereof, I have hereunto set  
my hand and affixed hereto the Seal of the  
State of Oregon.*

*BILL BRADBURY, Secretary of State*

By

*Jana S. Breneman*  
Jana S. Breneman  
August 29, 2003



Phone: (503) 986-2200  
Fax: (503) 376-4381

Secretary of State  
Corporation Division  
255 Capitol St. NE, Suite 151  
Salem, OR 97310-1327  
FilingInOregon.com

Check the appropriate box below:

- ☐ MULTI-ENTITY MERGER  
(Complete only 1, 2, 3, 4, 10, 11)  
☒ FOR PARENT AND 90% OWNED SUBSIDIARY  
WITHOUT SHAREHOLDER APPROVAL  
(Complete only 5, 6, 7, 8, 9, 10, 11)

Articles of Merger

FILED

FEB 26 2003

OREGON  
SECRETARY OF STATE

SURVIVOR

REGISTRY NUMBER:

05145586

In keeping with Oregon Statute 192.410-192.595, the information on the application is public record. We must release this information to all parties upon request and it may be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1) NAMES AND TYPES OF THE ENTITIES PROPOSING TO MERGE

NAME	TYPE	REGISTRY NUMBER

2) NAME AND TYPE OF THE SURVIVING ENTITY

☐ Check here if there is a name change in this plan of merger.

3) A COPY OF THE MERGER PLAN IS ATTACHED.

4) THE PLAN OF MERGER WAS DULY AUTHORIZED AND APPROVED BY EACH ENTITY THAT IS A PARTY TO THE MERGER.

☐ A copy of the vote required by each entity is attached.

FOR PARENT AND 90% OWNED SUBSIDIARY WITHOUT SHAREHOLDER APPROVAL

5) NAME OF PARENT CORPORATION InFocus Corporation

Oregon Registry Number 051455-86

6) NAME OF SUBSIDIARY CORPORATION Proxima Corporation

~~Oregon Registry Number~~ Delaware Corporation *AP*

7) NAME OF SURVIVING CORPORATION InFocus Corporation

8) COPY OF PLAN

☒ A copy of the plan of merger setting forth the manner and basis of converting shares of the subsidiary into shares, obligations, or other securities of the parent corporation or any other corporation or into cash or other property is attached.

9) CHECK THE APPROPRIATE BOX

☐ A copy of the plan of merger or summary was mailed to each shareholder of record of the subsidiary corporation on or before \_\_\_\_\_ Date

☒ The mailing of a copy of the plan or summary was waived by all outstanding shares.

10) EXECUTION

Printed Name

John V. Harker

Signature

IN FOCUS CORPORATION

Title

President, CEO, Chairman

11) CONTACT NAME (To resolve questions with this filing)

Stephen J. Connolly

DAYTIME PHONE NUMBER (include area code.)

(503) 228-3939

FEES

Required Processing Fee \$20 - Processing Fees are nonrefundable. Please make check payable to "Corporation Division."

NOTE:

Fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet for your protection.

## PLAN AND AGREEMENT OF MERGER

**DATE:** December 20, 2002

**PARTIES:** INFOCUS CORPORATION,  
an Oregon corporation  
27700B S.W. Parkway Avenue  
Wilsonville, Oregon 97070-9215

"InFocus"

PROXIMA CORPORATION,  
a Delaware corporation  
27700B S.W. Parkway Avenue  
Wilsonville, Oregon 97070-9215

"Proxima"

### RECITALS

A. InFocus is a corporation duly organized and existing under the laws of the State of Oregon;

B. InFocus owns all of the issued and outstanding shares of capital stock of Proxima, which is a corporation duly organized and existing under the laws of the State of Delaware;

C. InFocus and Proxima are hereinafter sometimes referred to jointly as the "Constituent Corporations";

D. The Board of Directors of each Constituent Corporation has approved the merger of Proxima with and into InFocus in accordance with the terms of this Plan and Agreement of Merger;

E. InFocus will, under the terms of the merger, be the surviving corporation and the corporate existence of Proxima will cease; and

F. The Constituent Corporations intend for the merger to be effected pursuant to Section 60.491 of the Oregon Business Corporation Act and Section 253 of the General Corporation Law of the State of Delaware, but to be treated, for federal income tax purposes, as a plan of liquidation and a distribution by Proxima of all of its assets to InFocus in a complete liquidation under IRC § 332, or as a transfer of assets pursuant to a plan of reorganization under IRC § 368;

NOW THEREFORE, in consideration of the mutual covenants and conditions contained herein, and in order to set forth the terms and conditions of the merger and the mode of carrying the same into effect, the parties agree as follows:

## AGREEMENT

### 1. Merger of Constituent Corporations.

**1.1 Merger.** At the Effective Date, Proxima shall be merged with and into InFocus; the separate corporate existence of Proxima shall cease; and InFocus shall survive as a corporation under its present name (the "Surviving Corporation"), organized under and governed by the laws of the State of Oregon.

**1.2 Effect of Merger.** At the Effective Date, all rights, privileges, powers and franchises, both of a public as well as of a private nature, of the Constituent Corporations shall be vested in and possessed by the Surviving Corporation; title to all property, real, personal and mixed, of the Constituent Corporations shall be transferred to and vested in the Surviving Corporation without reversion or impairment; and all debts and liabilities of the Constituent Corporations shall attach to the Surviving Corporation; all in the manner and with the effect set forth in Section 60.497 of the Oregon Business Corporation Act and Section 259 of the General Corporation Law of the State of Delaware.

**1.3 Further Assurances.** From time to time after the Effective Date, the officers and directors of Proxima last in office shall execute and deliver such deeds and other instruments and shall cause to be taken such further actions as shall reasonably be necessary in order to vest or perfect in the Surviving Corporation title to and possession of all the property, interests, assets, rights, immunities, and franchises of Proxima.

**1.4 Effective Date.** The merger herein contemplated shall become effective on the latter of the following two dates (herein referred to as the "Effective Date"): the date on which a Certificate of Ownership and Merger shall be filed with the Secretary of State of Delaware in the manner required by the General Corporation Law of the State of Delaware, or the date on which Articles of Merger shall be filed with the Secretary of State of Oregon in the manner required by the Oregon Business Corporation Act.

### 2. Articles of Incorporation, Bylaws, Directors and Officers. At the Effective Date:

**2.1 Articles of Incorporation.** The Articles of Incorporation of InFocus as in effect immediately prior to the Effective Date shall be the Articles of Incorporation of the Surviving Corporation until the same are amended in accordance with applicable law.

**2.2 Bylaws.** The Bylaws of InFocus as in effect immediately prior to the Effective Date shall be the Bylaws of the Surviving Corporation until the same are amended or repealed, or until new Bylaws are adopted, as provided therein.

**2.3 Directors and Officers.** The Board of Directors of the Surviving Corporation shall consist of those persons who are the Board of Directors of InFocus immediately prior to the Effective Date, and they shall hold office in each case until their respective successors are duly elected and qualify. The officers of the Surviving Corporation

shall be those persons who are the officers of InFocus immediately prior to the Effective Date, and they shall hold office in each case at the pleasure of the Board of Directors of the Surviving Corporation.

3. **Conversion of Stock.** At the Effective Date each share of common stock of Proxima that is issued and outstanding immediately prior to the Effective Date shall, by virtue of this merger and without any further action by the holder thereof, be canceled for all purposes whatsoever.

4. **Miscellaneous Provisions.**

4.1 **IRC § 332 and § 368.** Notwithstanding anything express or implied herein to the contrary, this Agreement shall be treated, for purposes of IRC § 332 and § 368, as a plan of liquidation and a distribution by Proxima of all of its assets to InFocus in a complete liquidation under IRC § 332, or as a transfer of assets pursuant to a plan of reorganization under IRC § 368.

4.2 **Waiver of Statutory Mailing Requirement.** InFocus, as the sole shareholder of Proxima, has approved the consummation of the merger contemplated hereby. InFocus acknowledges receipt of a copy of this Agreement and hereby waives any mailing requirements set forth in the Oregon Business Corporation Act.

4.3 **Termination.** This Agreement may be terminated and the merger abandoned at any time prior to the Effective Date by mutual agreement of the Boards of Directors of the Constituent Corporations. If this merger is terminated, this Agreement shall become null and void, each party shall bear its own expenses, and there shall be no liability on the part of the Constituent Corporations, their respective Boards of Directors, or shareholders.

4.4 **Entire Agreement.** This document is the entire, final and complete agreement and understanding of the parties with respect to the merger contemplated hereby, and supersedes and replaces all written and oral agreements or understandings heretofore made or existing by and between the parties or their representatives with respect thereto.

4.5 **Amendment.** This Agreement may be amended at any time prior to the Effective Date with the approval of the respective Boards of Directors of the Constituent Corporations. No amendment of this Agreement shall be valid, however, unless the same is in writing and signed by a duly authorized representative of each Constituent Corporation.

4.6 **Binding Effect.** All rights, remedies and liabilities herein given to or imposed upon the parties shall extend to, inure to the benefit of and bind, as the circumstances may require, the parties and their respective successors and assigns.

4.7 **Severability.** In the event any provision or portion of this Agreement is held to be unenforceable or invalid by any court of competent jurisdiction, the remainder of this Agreement shall remain in full force and effect and shall in no way be affected or invalidated thereby.

051455-86

4.8 Counterparts. This Agreement may be executed in any number of counterparts, each of which shall be deemed to be an original instrument and all of which together shall constitute a single agreement.

4.9 Service of Process. InFocus, as the surviving corporation, does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Proxima, as well as for enforcement of any obligation of InFocus arising from the merger herein provided for, including any suit or other proceeding to enforce the right, if any, of any stockholder of Proxima as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware; does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings; and does hereby specify the following as the address to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

InFocus Corporation  
ATTENTION: General Counsel/Legal Department  
27700B S.W. Parkway Avenue  
Wilsonville, OR 97070

IN WITNESS WHEREOF, the parties hereto have caused this Plan and Agreement of Merger to be executed on the day and year first above written.

INFOCUS CORPORATION,  
an Oregon corporation

By: 

John V. Harker, Chair of Board,  
President and CEO

PROXIMA CORPORATION,  
an Delaware corporation

By: 

John V. Harker, President

PDX\_DOCS:283838.1 [30318-00100]