

12-08-2005



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U.S. DEPARTMENT OF COMMERCE  
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**PATENTS ONLY**

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

11-30-05

**1. Name of conveying party(ies)**  
Nortel Networks Corporation  
Additional name(s) of conveying party(ies) attached?  Yes  No

**2. Name and address of receiving party(ies)**  
Name: Nortel Networks Limited  
Internal Address: \_\_\_\_\_

**3. Nature of conveyance/Execution Date(s):**  
Execution Date(s) January 16, 2002  
 Assignment  Merger  
 Security Agreement  Change of Name  
 Joint Research Agreement  
 Government Interest Assignment  
 Executive Order 9424, Confirmatory License  
 Other \_\_\_\_\_

Street Address: 2351 Boulevard Alfred-Nobel  
City: St. Laurent  
State: Quebec  
Country: Canada Zip: H4S 2A9  
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) \_\_\_\_\_  
Additional numbers attached?  Yes  No

**5. Name and address to whom correspondence concerning document should be mailed:**  
Name: OGILVY RENAULT LLP  
Internal Address: \_\_\_\_\_  
Street Address: Suite 1600  
1981 McGill College Avenue  
City: Montreal  
State: Quebec, CANADA Zip: H3A 2Y3  
Phone Number: (613) 780-8661  
Fax Number: (613) 230-6706  
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 19-5113  
Authorized User Name OGILVY RENAULT LLP

**9. Signature:** [Signature] November 30, 2005  
Signature Date

12/07/2005 D YRNE 00000061 195113 Kent Daniels (Reg. No. 44,206) Total number of pages including cover sheet, attachments, and documents:   
Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (571) 273-01407, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O.Box 1450, Alexandria, V.A. 22313-1450

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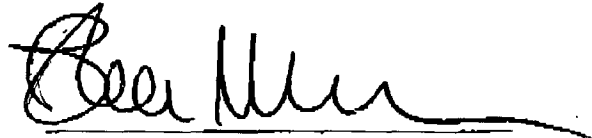
**NORTEL NETWORKS LIMITED**  
**ASSISTANT SECRETARY'S CERTIFICATE**

I, BLAIR F. MORRISON, Assistant Secretary of Nortel Networks Limited (the "Corporation"), a Canadian corporation, do hereby certify under my hand and the corporate seal of the Corporation that:

1. on May 1, 2000, the name of the Corporation was changed to "Nortel Networks Limited/Corporation Nortel Networks Limitée" from "Nortel Networks Corporation/Corporation Nortel Networks";
2. attached hereto as Exhibit "A" is a true correct and complete copy of the Restated Certificate and Restated Articles of Incorporation of the Corporation dated October 1, 2000; and
3. attached hereto as Exhibit "B", is a true, correct and complete copy of an extract from a certified copy of the Corporation's Certificate of Arrangement dated May 1, 2000.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation.

Dated: January 16, 2002



Blair F. Morrison  
Assistant Secretary

Exhibit "A"



Industry Canada

Industrie Canada

**Restated Certificate  
of Incorporation**

**Certificat  
de constitution à jour**

**Canada Business  
Corporations Act**

**Loi canadienne sur  
les sociétés par actions**

**Nortel Networks Limited/**

**Corporation Nortel Networks Limitée**

**125147-3**

**Name of corporation-Dénomination de la société**

**Corporation number-Numéro de la société**

**I hereby certify that the articles of  
incorporation of the above-named corporation  
were restated under section 180 of the *Canada  
Business Corporations Act* as set out in the  
attached restated articles of incorporation.**

**Je certifie que les statuts constitutifs de la  
société susmentionnée ont été mis à jour en  
vertu de l'article 180 de la *Loi canadienne sur  
les sociétés par actions*, tel qu'il est indiqué,  
dans les statuts mis à jour ci-joints.**

**Director - Directeur**

**October 1, 2000 / le 1 octobre 2000**

**Effective Date of Restatement -  
Date d'entrée en vigueur de la mise à jour**

**Canada**

Industry Canada  
Canada Business  
Corporations Act

Industrie Canada  
Loi canadienne sur les  
sociétés par actions

FORM 7  
RESTATED ARTICLES OF  
INCORPORATION  
(SECTION 180)

FORMULE 7  
STATUTS CONSTITUTIFS  
MIS À JOUR  
(ARTICLE 180)

<p>1- Name of corporation - Dénomination de la société</p> <p><b>NORTEL NETWORKS LIMITED/ CORPORATION NORTEL NETWORKS LIMITÉE</b></p>	<p>2- Corporation No. - No de la société</p> <p><b>125147-3</b></p>
<p>2- The place in Canada where the registered office is situated</p> <p><b>Montreal Urban Community</b></p>	<p>Lieu au Canada où est situé le siège social</p> <p><b>Communauté Urbaine de Montréal</b></p>
<p>3- The classes and any maximum number of shares that the corporation is authorized to issue</p> <p><b>The annexed Schedule 1 is incorporated in this form.</b></p>	<p>Catégories et tout nombre maximal d'actions que la société est autorisée à émettre</p> <p><b>L'Annexe 1 ci-jointe est incorporée dans cette formule.</b></p>
<p>4- Restrictions, if any, on share transfers</p> <p><b>None</b></p>	<p>Restrictions sur le transfert des actions, s'il y a lieu</p> <p><b>Aucune</b></p>
<p>5- Number (or minimum and maximum number) of directors</p> <p><b>The board of directors shall consist of a minimum of eight (8) and a maximum of fifteen (15) directors, and within such minimum and maximum numbers, the board of directors shall, from time to time, determine the actual number of directors. Until otherwise so determined, the actual number of directors shall be twelve (12).</b></p>	<p>Nombre (ou nombre minimal et maximal) d'administrateurs</p> <p><b>Le conseil d'administration se composera d'un minimum de huit (8) et d'un maximum de quinze (15) administrateurs et le conseil d'administration fixera, de temps à autre, entre ce minimum et ce maximum, le nombre courant d'administrateurs. Jusqu'à ce qu'il en soit ainsi décidé autrement, le conseil d'administration se composera de douze (12) administrateurs.</b></p>
<p>6- Restrictions, if any, on business the corporation may carry on</p> <p><b>None</b></p>	<p>Limites imposées à l'activité commerciale de la société, s'il y a lieu</p> <p><b>Aucune</b></p>
<p>7- Other provisions, if any</p> <p><b>In addition to any power the directors may have pursuant to the Canada Business Corporations Act to fill the vacancies among their number, but subject to the maximum number of directors provided for in the articles, the directors may appoint one or more additional directors, who shall hold office for a term expiring not later than the close of the next annual meeting of shareholders, provided that the total number of additional directors so appointed shall not exceed one third of the number of directors elected at the previous annual meeting of shareholders.</b></p>	<p>Autres dispositions, s'il y a lieu</p> <p><b>Outre le pouvoir que les administrateurs peuvent avoir en vertu de la Loi canadienne sur les sociétés par actions de combler les vacances, mais sous réserve du nombre maximal d'administrateurs prévu dans les statuts, les administrateurs peuvent nommer un ou plusieurs administrateurs additionnels dont le mandat expire au plus tard à la clôture de la prochaine assemblée annuelle des actionnaires, à la condition que le nombre total des administrateurs ainsi nommés n'exécède pas le tiers du nombre des administrateurs élus à la dernière assemblée des actionnaires.</b></p>
<p>The foregoing restated articles of incorporation correctly set out, without substantive change, the corresponding provisions of the articles of incorporation as amended and supersede the original articles of incorporation.</p>	<p>Cette mise à jour des statuts constitutifs démontre exactement, sans changement substantiel, les dispositions correspondantes des statuts constitutifs modifiés qui remplacent les statuts constitutifs originaux.</p>
<p>Signature</p> <p><i>[Signature]</i></p> <p>Date</p> <p>D-J M Y-A</p> <p>12 15 10 19 10 10</p> <p>Title - Titre</p> <p><b>Corporate Secretary</b></p>	<p>FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT</p> <p>125147-3</p> <p>Filed - Déposée</p> <p><b>1001 1 0 2005</b></p>