

12-16-2005

SHEET



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To the Director of the U.S. Patent and

and documents or the new address(es) below.

1. Name of conveying party(ies)/Executive Order(s):

IC MEDIA CORPORATION

Execution Date(s): November 17, 2005

Additional names of conveying parties attached? ☐ Yes ☒ No

3. Nature of Conveyance:

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

2. Name and address of receiving party(ies)

Name: MAGNACHIP SEMICONDUCTOR, INC.

Internal Address: Suite 422

Street Address: 5201 Great America Pkwy

City: Santa Clara

State: California

Country: U.S.A.

Zip: 95054

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

4. Application or patent number(s):

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

A. Patent Application No.(s)

09/960,166 10/165,716 10/141,450 10/263,533
10/002,420 10/305,334 10/153,021 10/446,879
10/026,094 10/197,951 10/223,157 10/660,864
10/112,265 10/188,601 10/228,882 10/464,924
10/654,198 11/003,824 10/973,527 11/051,320
10/976,693 10/973,222 11/004,465 10/977,231
10/996,298 11/004,376 10/973,540 09/686,728

B. Patent No.(s)

6,137,432
6,538,695
6,763,127
6,750,955

Additional numbers attached? ☐ Yes ☒ No

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

Name: James J. Johnston

Internal Address: Dechert LLP

Cira Centre

Street Address: 2929 Arch Street

City: Philadelphia

State: Pennsylvania Zip: 19104-2808

Phone Number: 215.994.2617

Fax Number: 215.655.2617

Email Address: jay.johnston@dechert.com

6. Total number of applications and patents involved:

32

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$1,280.00

- ☐ 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 _____
Authorized User Name _____

9. Signature:

Signature

Date

James J. Johnston

Name of Person Signing

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

6

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment/Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

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Delaware

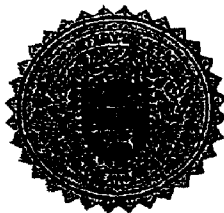
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The First State

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 MERGER, WHICH MERGES:

"MAGNACHIP SEMICONDUCTOR, INC.", A DELAWARE CORPORATION, WITH AND INTO "IC MEDIA CORPORATION" UNDER THE NAME OF "MAGNACHIP SEMICONDUCTOR, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2005, AT 11:10 O'CLOCK A.M.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4303823

DATE: 11-17-05

**CERTIFICATE OF MERGER OF
MAGNACHIP SEMICONDUCTOR, INC.
WITH AND INTO
IC MEDIA CORPORATION**

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, IC Media Corporation ("IC Media"), organized and existing under the California Corporations Code, does hereby certify the following information relating to the merger of MagnaChip Semiconductor, Inc., a Delaware corporation ("MagnaChip"), with and into IC Media (the "Merger"):

FIRST: That the name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") to the Merger are:

Name	State of Incorporation
IC MEDIA CORPORATION	California
MAGNACHIP SEMICONDUCTOR, INC.	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement"), dated November 17, 2005, between IC Media and MagnaChip providing for the Merger has been approved, adopted, certified, executed, and acknowledged by each of the Constituent Corporations in accordance with the requirements of Section 252(c) of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation will be IC Media, whose name, upon filing the Merger Agreement with the Secretary of State of the State of California, will be changed to "MagnaChip Semiconductor, Inc." (the "Surviving Corporation")

FOURTH: That at the effective time of the Merger, the Articles of Incorporation of the Surviving Corporation shall be amended and restated to read as set forth in Exhibit A hereto.

FIFTH: That the executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 5201 Great America Pkwy, Suite 422, Santa Clara, California 95054

SIXTH: That a copy of the Merger Agreement will be furnished by the Surviving Corporation on request and without cost, to any stockholder of any Constituent Corporation.

SEVENTH: That IC Media, as the Surviving Corporation following the Merger, may be served with process in the State of Delaware as set forth in Exhibit B hereto.

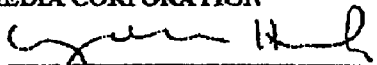
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IN WITNESS WHEREOF, the undersigned, for the purposes of effectuating the merger of the Constituent Corporations, has caused this Certificate of Merger to be duly executed.

Dated November 17, 2005

IC MEDIA CORPORATION

By: 
Youn Huh, President

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EXHIBIT A

AMENDED AND RESTATED ARTICLES OF INCORPORATION

The articles of incorporation of the Surviving Corporation shall be amended and restated at the effective time of the Merger to read as follows:

"ARTICLE I

The name of this corporation is MagnaChip Semiconductor, Inc.

ARTICLE II

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

This corporation is authorized to issue one class of shares, designated "Common Shares." The total number of Common Shares this corporation is authorized to issue is 1,000 shares, with a par value of \$0.001 per share.

ARTICLE IV

A. Limitation of Directors' Liability. The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

B. Indemnification of Corporate Agents. This corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) through bylaw provisions, agreements with agents, votes of shareholders or disinterested directors or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject only to the applicable limits set forth in Section 204 of the California Corporations Code with respect to actions for breach of duty to this corporation and its shareholders.

C. Repeal or Modification. Any repeal or modification of the foregoing provisions of this ARTICLE IV shall not adversely affect any right or protection of an agent of this corporation relating to acts or omissions occurring prior to such repeal or modification."

EXHIBIT B

SERVICE OF PROCESS

The Surviving Corporation, IC Media Corporation, a California corporation, hereby agrees that it may be served with process in the State of Delaware in any proceeding for the enforcement of any obligation of the merging corporation, MagnaChip Semiconductor, Inc., a Delaware corporation, arising from the Merger, including the rights of any dissenting stockholder thereof, and hereby irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such suit or other proceedings and agrees that service of any such process may be made by personally delivering to and leaving with such Secretary of State of the State of Delaware duplicate copies of such process, and hereby authorizes the State of Delaware to send forthwith by registered mail one of such duplicate copies of such process to the Surviving Corporation at 5201 Great America Pkwy, Suite 422, Santa Clara, California 95054.

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