

10-03-2006

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Our Ref.: 550-818

To the Director of the U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Artisan Components, Inc.

Additional name/s of conveying party/ies attached? ☐

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Assignment ☒ Change of Name
☐ Other

Execution Date: December 23, 2004

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

(1) Name: ARM Physical IP, Inc.
Street Address: 141 Caspian Court
City: Sunnyvale
State/Country: CA Zip: 94089-1013

(2) Name:
Street Address:
City:
State/Country: Zip:

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

4. Application number(s) or patent number(s): ☐ This assignment is being filed together with a new application.

A. Patent Application No(s).

- (1)
(2)
(3)

B. Patent No(s).

- (1) 7,005,913
(2)
(3)

Additional numbers attached ☐ Yes ☐ No

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

Name: Stanley C. Spooner

Internal Address:

Street Address: Nixon & Vanderhye P.C.

901 North Glebe Road

11th Floor

City: Arlington State: VA Zip: 22203

6. Total number of applications & patents involved: 1

7. Total fee (37 CFR 3.41)

\$ 40.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our **Account No. 14-1140.**

DO NOT USE THIS SPACE

9. Statements 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.

Stanley C. Spooner

Name of Person Signing

Reg. No. 27,393

Signature

September 28, 2006

Date

Total number of pages including **original** cover sheet, attachments, and document: [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, VA 22313-1450

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PATENT
REEL: 018350 FRAME: 0191

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 MERGER, WHICH MERGES:

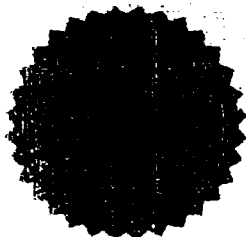
"ARTISAN COMPONENTS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "SALT ACQUISITION CORPORATION" UNDER THE NAME OF "ARM PHYSICAL IP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2004, AT 1:50 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2004, AT 5:30 O'CLOCK P.M.

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

3841341 8100M

040936961

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3575046

DATE: 12-23-04

PATENT

REEL: 018350 FRAME: 0192

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:54 PM 12/23/2004
FILED 01:50 PM 12/23/2004
SRV 040936961 - 3841341 FILE

**CERTIFICATE OF MERGER
OF
ARTISAN COMPONENTS, INC.
INTO
SALT ACQUISITION CORPORATION**

Pursuant to Section 251 of the Delaware General Corporation Law

Artisan Components, Inc., a Delaware corporation, which desires to merge with Salt Acquisition Corporation, a Delaware corporation, hereby certifies that:

1. The constituent corporations of the merger are:

<u>Name</u>	<u>State of Incorporation</u>
Artisan Components, Inc.	Delaware
Salt Acquisition Corporation	Delaware

2. An Agreement and Plan of Merger dated as of August 22, 2004 (the "Merger Agreement") by and among Artisan Components, Inc., ARM Holdings plc, a public limited company organized under the laws of England and Wales, and Salt Acquisition Corporation, a Delaware corporation, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the Delaware General Corporation Law (the "DGCL").

3. Salt Acquisition Corporation is the surviving corporation of the merger.

4. The merger shall be effective as of 5:30 pm Eastern Standard Time on December 23, 2004.

5. The Bylaws of Salt Acquisition Corporation shall be the Bylaws of the surviving corporation.

6. The Certificate of Incorporation of Salt Acquisition Corporation shall read in its entirety as set forth in **Exhibit A** hereto.

7. The executed Merger Agreement is on file at the office of the surviving corporation at 750 University Avenue, Suite 150, Los Gatos, California 95032.

8. 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.

(MP) 02152009\CLOSING-certificate.of.merger.doc

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed in its corporate name by its duly authorized officer.

Dated: December 23, 2004

SALT ACQUISITION CORPORATION

By:

Warren East

Name: Warren East

Title: President and Chief
Executive Officer

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EXHIBIT A

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
SALT ACQUISITION CORPORATION

The undersigned, Warren East, does hereby certify that:

A. He is the duly elected and acting President and Chief Executive Officer of Salt Acquisition Corporation, a corporation organized and existing under the laws of the State of Delaware (the "Corporation").

B. Pursuant to Sections 242 and 245 of the General Corporation Law of Delaware, the Certificate of Incorporation of the corporation, originally filed August 11, 2004 under the name "Salt Acquisition Corporation" with the Delaware Secretary of State, is hereby amended and restated to read in its entirety as follows:

FIRST: The name of the Corporation is ARM Physical IP, Inc. (the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended ("Delaware Law").

FOURTH: The total number of shares of stock which the Corporation shall have authority to issue is 1,000, and the par value of each such share is \$0.001.

FIFTH: The Board of Directors shall have the power to adopt, amend or repeal the bylaws of the Corporation.

SIXTH: Election of directors need not be by written ballot unless the bylaws of the Corporation so provide.

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SEVENTH: (1) A director of the Corporation or any predecessor of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director to the fullest extent permitted by Delaware Law.

(2)(a) Each person (and the heirs, executors or administrators of such person) who was or is a party or is threatened to be made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a director or officer of the Corporation or any predecessor of the Corporation or is or was serving at the request of the Corporation or any predecessor of the Corporation as a director or officer of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified and held harmless by the Corporation to the fullest extent permitted by Delaware Law. The right to indemnification conferred in this ARTICLE SEVENTH shall also include the right to be paid by the Corporation the expenses (including attorney's fees) incurred in connection with any such proceeding in advance of its final disposition to the fullest extent authorized by Delaware Law. The right to indemnification conferred in this ARTICLE SEVENTH shall be a contract right.

(b) The Corporation may, by action of its Board of Directors, provide indemnification to such of the employees and agents of the Corporation or any predecessor of the Corporation to such extent and to such effect as the Board of Directors shall determine to be appropriate and authorized by Delaware Law.

(3) The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation or any predecessor of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss incurred by such person in any such capacity or arising out of such person's status as such, whether or not the Corporation or any predecessor of the Corporation would have the power to indemnify such person against such liability under Delaware Law.

(4) The rights and authority conferred in this ARTICLE SEVENTH shall not be exclusive of any other right which any person may otherwise have or hereafter acquire.

(5) Neither the amendment nor repeal of this ARTICLE SEVENTH, nor the adoption of any provision of this Certificate of Incorporation or the bylaws of the Corporation, nor, to the fullest extent permitted by Delaware Law, any modification of law, shall eliminate or reduce the effect of this ARTICLE SEVENTH in respect of any acts or omissions occurring prior to such amendment, repeal, adoption or modification.

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EIGHT: The Corporation reserves the right to amend this Certificate of Incorporation in any manner permitted by Delaware Law and, with the sole exception of those rights and powers conferred under the above ARTICLE SEVENTH, all rights and powers conferred herein on stockholders, directors and officers, if any, are subject to this reserved power.

NINTH: This Amended and Restated Certificate of Incorporation shall be effective as of 5:30 pm Eastern Standard Time on December 23, 2004.

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