

Atty Dkt: Apex

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)

APEX MICROTECHNOLOGY CORPORATION

2. Name and address of receiving party(ies)Name: Cirrus Logic, Inc.

Internal Address: _____

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No**3. Nature of conveyance/Execution Date(s):**Execution Date(s) 12/28/2007☐ Assignment☒ Merger☐ Security Agreement☐ Change of Name☐ Joint Research Agreement☐ Government Interest Assignment☐ Executive Order 9424, Confirmatory License☐ Other _____Street Address: 2901 Via FortunaCity: AustinState: TexasCountry: USAZip: 78746Additional 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)

11/935,227

11/378,029

11/389,574

B. Patent No.(s)

7,292,087

5,142,243

6,496,068

4,808,909

5,210,505

4,833,423

5,365,194

4,871,965

5,519,357

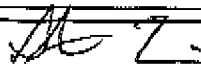
Additional numbers attached? ☐ Yes ☒ No**5. Name and address to whom correspondence concerning document should be mailed:**Name: Steven Lin

Internal Address: _____

Street Address: Cirrus Logic Legal Department2901 Via FortunaCity: AustinState: TXZip: 78746Phone Number: 512-851-4800Fax Number: 512-851-4500Email Address: steven.lin@cirrus.com**6. Total number of applications and patents involved: 13****7. Total fee (37 CFR 1.21(h) & 3.41) \$ 520.00**☒ 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 03-2028Authorized User Name Leslie White**9. Signature:**


Signature

JAN 15 2008

Date

Steven Lin, Reg. No. 35,250

Name of Person Signing

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

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PATENT
REEL: 020362 FRAME: 0948

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 OWNERSHIP, WHICH MERGES:

"APEX MICROTECHNOLOGY CORPORATION", AN ARIZONA CORPORATION, WITH AND INTO "CIRRUS LOGIC, INC." UNDER THE NAME OF "CIRRUS LOGIC, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2007, AT 1:32 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIRST DAY OF JANUARY, A.D. 2008, AT 12:01 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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You may verify this certificate online
at corp.delaware.gov/authver.shtml

A handwritten signature in cursive script that reads "Harriet Smith Windsor".

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6271752

DATE: 12-28-07

PATENT
REEL: 020362 FRAME: 0949

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:32 PM 12/28/2007
FILED 01:32 PM 12/28/2007
SRV 071371261 - 2932612 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER
OF
APEX MICROTECHNOLOGY CORPORATION
WITH AND INTO
CIRRUS LOGIC, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Cirrus Logic, Inc. (the "Parent Corporation"), a corporation organized and existing under the laws of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That Parent Corporation was incorporated on the 26th day of August, 1998, pursuant to the General Corporation Law of the State of Delaware, the provisions of which permit the merger of a subsidiary corporation organized and existing under the laws of said State into a parent corporation organized and existing under the laws of said State.

SECOND: That Parent Corporation owns one hundred percent (100%) of the outstanding shares of common stock with par value of \$0.001 per share (the "Common Stock") of Apex Microtechnology Corporation ("Apex"), a corporation incorporated on the 2nd day of May, 1980, pursuant to the Arizona Business Corporation Act, and having no other classes of stock outstanding other than said Common Stock.

THIRD: That Parent Corporation, by the following resolutions of its Board of Directors, duly adopted on December 28, 2007, filed with the minutes of the Board, pursuant to Section 141(f) of the Delaware General Corporation Law, determined to, and effective as of 12:01 am on January 1, 2008 does, merge said Apex Microtechnology Corporation into itself:

APPROVAL OF MERGER

WHEREAS, the Cirrus Logic, Inc. (the "Company") is the legal and beneficial owner of all of the outstanding shares of common stock, \$0.001 par value per share (the "Common Stock"), of Apex Microtechnology Corporation, an Arizona corporation ("Subsidiary Corporation"); and

WHEREAS, the Common Stock is the only outstanding class of stock of Subsidiary Corporation issued and outstanding; and

WHEREAS, the Company desires to merge Subsidiary Corporation with and into the Company pursuant to the provisions of Section 253 of the Delaware General Corporation Law and Section 10-1104 of the Arizona Revised Statutes.

NOW, THEREFORE, BE IT RESOLVED, that the Company shall (i) file of a Certificate of Ownership and Merger (the "Certificate of Ownership") with the Secretary of State of the State of Delaware, which Certificate shall set forth a copy of these resolutions, and (ii) file an Agreement and Plan of Merger (the "Merger Agreement") with the Secretary of State of the State of Arizona; and further

RESOLVED, that effective upon the time and date set forth in the Certificate of Ownership and the Merger Agreement Subsidiary Corporation shall be merged with and into the Company, with the Company being the surviving corporation, and the Company shall assume all rights and obligations of Subsidiary Corporation; and further

RESOLVED, that the officers of the Company be and each of them hereby is authorized to make and execute, and the Secretary of the Company be and hereby is authorized to attest to, a Certificate of Ownership setting forth a copy of these resolutions providing for the merger of Subsidiary Corporation with and into the Company, and the date of adoption hereof, and to cause the same to be filed with the Secretary of State of the State of Delaware, and to do all acts and things whatsoever, whether within or without the State of Delaware, which may be in any way necessary or appropriate to effect said merger.

RESOLVED, that the officers of the Company be and each of them hereby is authorized to make and execute and deliver in the name and on behalf of the Company the Merger Agreement providing for the merger of Subsidiary Corporation with and into the Company, and the date of adoption hereof, and to cause the same to be filed with the Secretary of State of the State of Arizona, and to do all acts and things whatsoever, whether within or without the State of Arizona, which may be in any way necessary or appropriate to effect said merger.

MISCELLANEOUS

RESOLVED, that the officers of the Company be and each of them hereby is authorized and empowered, for and on behalf of the Company, to take or cause to be taken any and all such actions and to enter into, execute and deliver any and all such acknowledgments, agreements, certificates, contracts, instruments, notices, statements and other documents, or to effect any necessary filings with any and all appropriate regulatory authorities, state and federal, as may be required or as any such officer may deem necessary, advisable or appropriate to effectuate and carry out the transactions contemplated by, and the purposes and intent of, the foregoing resolutions; all such actions to be performed in such manner and all such acknowledgments, agreements, certificates, contracts, instruments, notices, statements and documents to be executed and delivered in such form as the officer performing or executing the same shall approve, such officer's performance or execution and delivery thereof to be conclusive evidence of such approval and the approval of this Board of Directors; and further

RESOLVED, that the Secretary of the Company be and he hereby is authorized and empowered, for and on behalf of the Company, to certify and attest any documents that such Secretary may deem necessary, advisable or appropriate to consummate the transactions contemplated by the documents heretofore authorized and approved, provided that such attestation shall not be required for the due authorization, execution and delivery or validity of the particular document; and further

RESOLVED, that the authority granted to each officer of the Company under the foregoing resolutions shall be deemed to include, in the case of each such resolution, the authority to perform such further acts and deeds, for and on behalf of the Company, as may be necessary, advisable or appropriate, in the judgment of such officer, to carry out the transactions contemplated thereby, and all acts and deeds previously performed by any of the officers of or counsel to the Company prior to the due date hereof that are within the authority conferred by the

foregoing resolutions be and hereby are approved, ratified and confirmed in all respects as the authorized acts and deeds of the Company.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Parent Corporation has caused this Certificate of Ownership and Merger to be executed in its corporate name as of December 28, 2007.

By: 

Name: Gregory S. Thomas

Title: Vice President, General Counsel,
and Corporate Secretary

Austin 907923v.1