

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT	
NATURE OF CONVEYANCE:	MERGER	
EFFECTIVE DATE:	01/02/2008	
CONVEYING PARTY DATA		
Name		Execution Date
CrystalMedia Technology, Inc.		01/02/2008
RECEIVING PARTY DATA		
Name:	MediaTek USA Inc.	
Street Address:	2860 Junction Ave.	
City:	San Jose	
State/Country:	CALIFORNIA	
Postal Code:	95134	
PROPERTY NUMBERS Total: 7		
Property Type	Number	
Patent Number:	6317460	
Patent Number:	6580829	
Patent Number:	6763067	
Patent Number:	6912251	
Patent Number:	7254175	
Application Number:	11102397	
Patent Number:	6895050	
CORRESPONDENCE DATA		
Fax Number:	(559)432-6872	
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	5584326847	
Email:	info@fortneylaw.com	
Correspondent Name:	Andrew D. Fortney	
Address Line 1:	401 W FALLBROOK AVE STE 204	
Address Line 4:	FRESNO, CALIFORNIA 93711	

OP \$280.00 6317460

PATENT

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REEL: 020385 FRAME: 0631

ATTORNEY DOCKET NUMBER:	MEDIATEK USA
NAME OF SUBMITTER:	Andrew D. Fortney, Reg. No. 34,600
<p>Total Attachments: 6</p> <p>source=CrystalMedia-MediaTek_MergerAgreementExecuted_02JAN2008#page1.tif</p> <p>source=CrystalMedia-MediaTek_MergerAgreementExecuted_02JAN2008#page2.tif</p> <p>source=CrystalMedia-MediaTek_MergerAgreementExecuted_02JAN2008#page3.tif</p> <p>source=CrystalMedia-MediaTek_MergerAgreementExecuted_02JAN2008#page4.tif</p> <p>source=CrystalMedia-MediaTek_MergerAgreementExecuted_02JAN2008#page5.tif</p> <p>source=CrystalMedia-MediaTek_MergerAgreementExecuted_02JAN2008#page6.tif</p>	

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 5 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN - 3 2008

DEBRA BOWEN
Secretary of State

Delaware

The First State

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ENDORSED - FILED
In the office of the Secretary of State
of the State of California

JAN - 2 2008

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:

"CRYSTALMEDIA TECHNOLOGY, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "MEDIATEK USA INC." UNDER THE NAME OF
"MEDIATEK USA INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS
OFFICE THE SECOND DAY OF JANUARY, A.D. 2008, AT 2 O'CLOCK P.M.

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You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6277785

DATE: 01-02-08

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

CRYSTALMEDIA TECHNOLOGY, INC.

INTO

MEDIATEK USA INC.

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

CrystalMedia Technology, Inc., a corporation organized and existing under the laws of California (the "Corporation"), hereby certifies that:

1. The Corporation was incorporated on May 6, 2003 pursuant to the California General Corporation Law (the "CGCL"), the provisions of which, pursuant to Section 1110 thereof, permit the short form merger of a parent corporation into a subsidiary corporation.
2. The Corporation is the legal owner of at least 90% of the issued and outstanding shares of each class of capital stock of MediaTek USA Inc. (formerly known as NuCORE Technology Inc.) ("MediaTek USA"), a corporation incorporated on May 28, 1997 pursuant to the Delaware General Corporation Law (the "DGCL").
3. The Board of Directors of the Corporation (the "Board"), by the following resolutions duly adopted on November 1, 2007, determined to merge the Corporation into MediaTek USA.

WHEREAS, the Corporation is the legal owner of at least 90% of the issued and outstanding shares of each class of capital stock of the Corporation;

WHEREAS, the Board deems it in the best interest of the Corporation to merge itself with and into MediaTek USA in accordance with the provisions applicable to short form mergers set forth in Section 1110 of the CGCL and Section 253 of the Delaware General Corporation Law (the "DGCL"), whereby MediaTek USA will continue as the sole surviving corporation after such merger;

NOW, THEREFORE, BE IT RESOLVED, that effective upon the filing of an appropriate Certificate of Ownership and Merger embodying these resolutions with the Secretary of State of Delaware, the Company is hereby merged with and into MediaTek USA, and all of the estate, property, rights,

privileges, powers, and franchises of the Company are hereby vested in and held and enjoyed by MediaTek USA as fully and entirely and without change or diminution as the same were before held and enjoyed by the Company in its name (the "Merger");

RESOLVED FURTHER, that the terms and conditions of the Merger are as follows: upon the proposed Merger becoming effective, (i) each outstanding share of MediaTek USA capital stock held of record by its stockholders other than the Corporation shall cease to be outstanding, and such stockholders of record shall be entitled to receive from MediaTek USA, as the surviving corporation in the Merger, cash in the amount of \$0.0912 for each share of common stock and cash in the amount of \$0.3768 for each share of preferred stock (on a non-converted to common stock basis), as applicable, upon surrender to MediaTek USA of the certificates formerly representing ownership of MediaTek USA capital stock, (ii) each outstanding share of the Corporation's capital stock shall cease to be outstanding, and its sole shareholder of record shall be entitled to receive from MediaTek USA one share of MediaTek USA common stock for each such share of the Corporation's capital stock upon surrender to MediaTek USA of the certificates formerly representing ownership of the Corporation's capital stock and (iii) each outstanding share of MediaTek USA capital stock held of record by the Corporation shall be cancelled and extinguished without any conversion thereof or consideration in exchange therefor;

RESOLVED FURTHER, that the Corporation shall notify each stockholder of record of MediaTek USA capital stock at least twenty days prior to the effective date of the Merger notifying them of the conversion of their shares as set forth herein and informing them of their appraisal rights under Section 262 of the DGCL and Chapter 13 of the CGCL;

RESOLVED FURTHER, that the proper officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation and in its name, to cause to be prepared and executed a Certificate of Ownership and Merger in customary form and which shall incorporate these resolutions, and to cause the same to be filed with the Delaware Secretary of State and to take all such further action which said officers may deem necessary or advisable in order to effect the Merger.

GENERAL AUTHORITY AND RATIFICATION

RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized and directed, for and on behalf of the Corporation and in its name, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents, instruments, certificates, statements, papers, or any amendments thereto, as in their sole judgment are determined to be necessary, appropriate or advisable in order to effect the transactions contemplated in the foregoing resolutions, and to take any such further actions

deemed necessary or advisable to carry out the transactions contemplated by the foregoing resolutions, and any and all such actions previously taken by said officers of the Corporation in connection with the transactions contemplated hereby are adopted, confirmed, ratified and approved in all respects.

4. MediaTek USA shall be the surviving corporation of the Merger.

5. The certificate of incorporation of MediaTek USA as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation.

6. The Merger has been approved by the written consent of the sole shareholder of the Corporation in accordance with the CGCL.

[Signature page follows]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 2nd day of January, 2008.

CRYSTALMEDIA TECHNOLOGY, INC.

By:



Kou-Hung Loh
President

