

# PATENT ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/14/2005
<b>CONVEYING PARTY DATA</b>	
Name	Execution Date
Oren Semiconductor, Inc.	12/14/2005
<b>RECEIVING PARTY DATA</b>	
Name:	Zoran Corporation
Street Address:	1390 Kifer Road
City:	Sunnyvale
State/Country:	CALIFORNIA
Postal Code:	94086
<b>PROPERTY NUMBERS Total: 1</b>	
Property Type	Number
Application Number:	11316891
<b>CORRESPONDENCE DATA</b>	
Fax Number:	(650)843-4001
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	650-843-4000
Email:	bgemello@morganlewis.com
Correspondent Name:	Gary S. Williams
Address Line 1:	Morgan, Lewis & Bockius
Address Line 2:	3000 El Camino Real, Bldg. 2, Suite 700
Address Line 4:	Palo Alto, CALIFORNIA 94306
ATTORNEY DOCKET NUMBER:	60976-5017-US
NAME OF SUBMITTER:	Gary S. Williams
Total Attachments: 3 source=60976-5017 Merger Doc Oren to Zoran#page1.tif	

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**PATENT**  
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# Delaware

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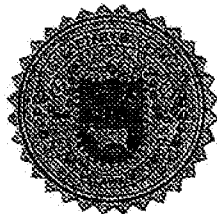
*The First State*

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 OWNERSHIP, WHICH MERGES:

"OREN SEMICONDUCTOR, INC.", A DELAWARE CORPORATION,

WITH AND INTO "ZORAN CORPORATION" UNDER THE NAME OF "ZORAN CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF DECEMBER, A.D. 2005, AT 3:37 O'CLOCK P.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: 4381352

DATE: 12-16-05

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:38 PM 12/16/2005  
FILED 03:37 PM 12/16/2005  
SRV 051031729 - 2108555 FILE

## CERTIFICATE OF OWNERSHIP AND MERGER

### MERGING

Oren Semiconductor, Inc.  
(a Delaware corporation)

into

Zoran Corporation  
(a Delaware corporation)

### (PURSUANT TO SECTION 253 OF THE DELAWARE GENERAL CORPORATION LAW)

Zoran Corporation, a corporation organized and existing under the laws of the State of Delaware (the "Company"), does hereby certify:

1. The Company is the owner of one hundred percent (100%) of the outstanding shares of each class of capital stock of Oren Semiconductor, Inc., a Delaware corporation ("Subsidiary").
2. The Company, by the following resolutions adopted on December 14, 2005 by the Board of Directors of the Company, hereby merges Subsidiary into the Company, with the Company as the surviving corporation:

"WHEREAS, the Company is the legal and beneficial owner of one hundred percent (100%) of the outstanding shares of each class of stock of Oren Semiconductor, Inc., a Delaware corporation (the "Subsidiary").

WHEREAS, it is deemed in the best interests of the Company and its stockholders to consolidate its operations by merging the Subsidiary with and into the Company (the "Merger") and to assume all of the Subsidiary's liabilities and obligations.

WHEREAS, Section 253 of the Delaware General Corporation Law provides that if a parent corporation owns at least ninety percent (90%) of the outstanding shares of each class of stock of a subsidiary corporation, such subsidiary corporation may be merged with and into the parent corporation upon the adoption of an appropriate resolution by the Board of Directors of the parent corporation and the filing of a Certificate of Ownership and Merger with the appropriate Secretary of State offices.

NOW THEREFORE BE IT RESOLVED, that the Merger is approved, that the Company shall merge the wholly-owned Subsidiary into the Company, with the Company as the surviving corporation, and that the Company assume all obligations of the Subsidiary pursuant to Section 253 of the Delaware General Corporation Law.

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RESOLVED FURTHER, that the Amended and Restated Certificate of Incorporation and Bylaws of the Company shall not be amended and shall remain the Certificate of Incorporation and Bylaws of the surviving corporation.

RESOLVED FURTHER, that the officers of the Company, and any of them, are each hereby authorized and directed to execute all documents, agreements and other instruments and to take such actions and perform such acts as they may deem necessary or advisable to carry out and perform the purposes of these resolutions.

RESOLVED FURTHER, that the Company shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the applicable laws of any other jurisdiction and will cause to be performed all necessary acts within Delaware and in any other applicable jurisdiction necessary and appropriate to effect the Merger."

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be signed by its President and Chief Executive Officer on this 14<sup>th</sup> day of December, 2005.



Zoran Corporation  
a Delaware corporation

  
Levy Gerzhoy, Ph.D.  
President & CEO