

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/18/2006

CONVEYING PARTY DATA

Name	Execution Date
Flarion Technologies, Inc.	01/18/2006

RECEIVING PARTY DATA

Name:	QUALCOMM Flarion Technologies, Inc.
Street Address:	5775 Morehouse Drive
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92121

PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	12730154

CORRESPONDENCE DATA

Fax Number: (858)658-2502
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: us-docketing@qualcomm.com
 Correspondent Name: QUALCOMM Incorporated
 Address Line 1: 5775 Morehouse Drive
 Address Line 4: San Diego, CALIFORNIA 92121

ATTORNEY DOCKET NUMBER:	060586D1
NAME OF SUBMITTER:	Gayle Gestick

Total Attachments: 6
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Delaware

PAGE 1

The First State

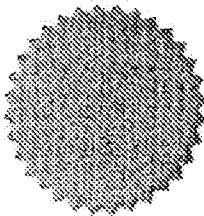
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"FLARION TECHNOLOGIES, INC.", A DELAWARE CORPORATION,
WITH AND INTO "QUARTZ ACQUISITION CORPORATION" UNDER THE
NAME OF "QUALCOMM FLARION TECHNOLOGIES, INC.", A CORPORATION
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,
AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF
JANUARY, A.D. 2006, AT 4:54 O'CLOCK P.M.

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

3994294 9100M

060049146



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4456924

DATE: 01-18-06

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 05:29 PM 01/18/2006
 FILED 04:54 PM 01/18/2006
 SRV 060049146 - 3994896 FILE

CERTIFICATE OF MERGER
MERGING
FLARION TECHNOLOGIES, INC.
 (a Delaware corporation)
WITH AND INTO
QUARTZ ACQUISITION CORPORATION
 (a Delaware corporation)

Pursuant to Section 251 of the
 General Corporation Law of the State of Delaware

The undersigned corporation, Quartz Acquisition Corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Quartz Acquisition Corporation	Delaware
Flarion Technologies, Inc.	Delaware

SECOND: That an agreement and plan of reorganization entered into as of July 25, 2005, by and among QUALCOMM Incorporated, Fluotile Acquisition Corporation, Quartz Acquisition Corporation, Flarion Technologies, Inc., and, solely with respect to Sections 2.6, 6.1 and 9 thereof, QF REP, LLC has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 228 and Section 251 of the General Corporation Law of the State of Delaware

THIRD: That Quartz Acquisition Corporation, a Delaware corporation, shall be the surviving corporation of the merger which will continue its existence as said surviving corporation under the name "QUALCOMM Flarion Technologies, Inc." upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware

FOURTH: That pursuant to the agreement and plan of reorganization, the Certificate of Incorporation of the surviving corporation is amended in its entirety to read as set forth on Exhibit A hereto.

FIFTH: That the executed agreement and plan of reorganization is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 5775 Morehouse Drive, San Diego, California, 92121.

SIXTH: That a copy of the agreement and plan of reorganization will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: That this Certificate of Merger shall be effective immediately upon filing.

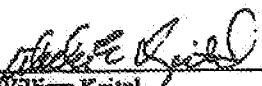
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IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Merger on behalf of Quartz Acquisition Corporation as its authorized officer and hereby affirms, under penalties of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated herein are true.

Dated: January 18th, 2006

QUARTZ ACQUISITION CORPORATION
a Delaware corporation

By: 
William Keitel
President, Chief Financial Officer and
Secretary

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EXHIBIT A
CERTIFICATE OF INCORPORATION
OF

QUALCOMM FLARION TECHNOLOGIES, INC.

FIRST: The name of the corporation is:

QUALCOMM Flarion Technologies, Inc.

SECOND: The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400 in the City of Wilmington, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

THIRD: The nature of the business or purposes to be conducted or promoted 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.

FOURTH: The corporation is authorized to issue one class of stock, to be designated "Common Stock," with a par value of \$0.001 per share. The total number of shares of Common Stock that the corporation shall have authority to issue is One Thousand (1,000).

FIFTH: The business and affairs of the corporation shall be managed by or under the direction of the Board of Directors of the corporation (the "Board of Directors"). In addition to the powers and authority expressly conferred upon them by statute or by this Certificate of Incorporation or the Bylaws of the corporation (the "Bylaws"), the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

SIXTH: The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws.

SEVENTH: To the fullest extent permitted by the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article SEVENTH by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of, or increase the liability of any director of the corporation with respect to any acts or omissions occurring prior to, such repeal or modification.

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EIGHTH: To the fullest extent permitted by applicable law, the corporation shall provide indemnification of (and advancement of expenses to) agents of the corporation (and any other persons to which the General Corporation Law of the State of Delaware permits the corporation to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of stockholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 145 of the General Corporation Law of the State of Delaware, subject only to limits created by applicable General Corporation Law (statutory or non-statutory), with respect to actions for breach of duty to the corporation, its stockholders and others.

Any amendment, repeal or other modification of the foregoing provisions of this Article EIGHTH shall not adversely affect any right or protection of any director, officer, agent or other person existing at the time of, or increase the liability of any director of the corporation with respect to any acts or omissions of such director, officer or agent occurring prior to, such amendment, repeal or modification.

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