

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
CONVEYING PARTY DATA	
Name	Execution Date
Omneon Video Networks	12/05/2007
RECEIVING PARTY DATA	
Name:	Omneon, Inc.
Street Address:	965 Stewart Drive
City:	Sunnyvale
State/Country:	CALIFORNIA
Postal Code:	94085
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6643702
CORRESPONDENCE DATA	
Fax Number:	(408)414-1076
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	408/414-1080
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Correspondent Name:	Hickman Palermo Truong & Becker LLP
Address Line 1:	2055 Gateway Place, Suite 550
Address Line 4:	San Jose, CALIFORNIA 95110-1083
ATTORNEY DOCKET NUMBER:	60155-0052
NAME OF SUBMITTER:	Christopher J. Palermo
Total Attachments: 4 source=NameChange_OVN_Omneon#page1.tif source=NameChange_OVN_Omneon#page2.tif source=NameChange_OVN_Omneon#page3.tif source=NameChange_OVN_Omneon#page4.tif	

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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 AMENDMENT OF "OMNEON VIDEO NETWORKS, INC.", CHANGING ITS NAME FROM "OMNEON VIDEO NETWORKS, INC." TO "OMNEON, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF DECEMBER, A.D. 2007, AT 6:01 O'CLOCK P.M.

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

2892052 8100

071289462

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6216566

DATE: 12-06-07

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**CERTIFICATE OF AMENDMENT
OF
RESTATED CERTIFICATE OF INCORPORATION
OF
OMNEON VIDEO NETWORKS, INC.**

Omneon Video Networks, Inc., a Delaware corporation (the "**Corporation**"), does hereby certify that the following amendments to the Corporation's Restated Certificate of Incorporation (the "**Restated Certificate of Incorporation**") has been duly adopted by the Board of Directors and stockholders of the Corporation in accordance with the provisions of Section 242 of the Delaware General Corporation Law, with the approval of such amendment by the Corporation's stockholders having been given by written consent without a meeting in accordance with Sections 228(d) and 242 of the Delaware General Corporation Law:

1. **Article FIRST.** Article FIRST of the Restated Certificate of Incorporation is hereby amended to read in its entirety as follows:

"The name of this corporation is Omneon, Inc. (the "**Company**")."

2. **Article FOURTH, Section 4(B).** Article FOURTH, Section 4(B) of the Restated Certificate of Incorporation is hereby amended to read in its entirety as follows:

"A. The aggregate number of shares that the Company shall have authority to issue is 57,498,389, which shall consist of 38,500,000 shares of Common Stock, each with the par value of \$0.001 per share, and 18,998,388 shares of Preferred Stock, each with the par value of \$0.001 per share. Of the Preferred Stock, 11,363,661 shares are designated "Series A-1 Preferred Stock," 512,901 shares are designated "Series A-2.1 Preferred Stock," 1 share is designated "Series A-2.2 Preferred Stock," 27,557 shares are designated "Series A-3 Preferred Stock," 21,275 shares are designated "Series A-4 Preferred Stock," 99 shares are designated "Series A-5 Preferred Stock," 479,436 shares are designated "Series A-6 Preferred Stock," 5,121,952 shares are designated as "Series B-1 Preferred Stock" and 1,471,507 shares are designated as "Series C-1 Preferred Stock." The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of Common Stock then outstanding) by the affirmative vote of holders of a majority of the capital stock of the Company entitled to vote (voting together on an as-if converted basis), irrespective of the provisions of Section 242(b)(2) of the Delaware General Corporation Law."

3. **Article FOURTH, Section 4(B)(3)(f)(ii)(1)(D).** Article FOURTH, Section 4(B)(3)(f)(ii)(1)(D) of the Restated Certificate of Incorporation is hereby amended to read in its entirety as follows:

“(D) shares of Common Stock or Preferred Stock issued pursuant to the acquisition of another corporation or entity by the Company by consolidation, merger, share purchase, purchase of all or substantially all of the assets, or other reorganization in which the Company acquires, in a single transaction or series of related transactions, all or substantially all of the assets of such other corporation or entity or fifty percent (50%) or more of the voting power of such other corporation or entity or fifty percent (50%) or more of the equity ownership of such other entity; provided that such transaction or series of transactions has been approved by the Board of Directors.”

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by its duly authorized officer this 5th day of December, 2007 and the foregoing facts stated herein are true and correct.

OMNEON VIDEO NETWORKS, INC.

By: /s/ Joseph S. Kennedy
Joseph S. Kennedy,
President and Chief Executive Officer

[CERTIFICATE OF AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION OF OMNEON VIDEO NETWORKS, INC.]