

FORM PTO-1595

RECORDATION FORM COVER SHEET
PATENTS ONLY

U.S. Department of Commerce
Patent and Trademark Office

1. Name of conveying party(ies):

Luminary Micro, Inc.

Additional name(s) & address(es)
Attached? ☐ Yes ☒ No

2. Name and Address of receiving party(ies):

Name: **Texas Instruments Austin Incorporated**

Address: 108 Wild Basin Road South
Suite 350

City: **Austin**

State **Texas** Zip: **78746**

Additional name(s) & address(es)
Attached? ☐ Yes ☒ No

3. Nature of Conveyance:

Assignment

 X Merger

 Security Agreement

 X Change of Name

_____ Other

Execution Date: May 14, 2009

4. Application number(s) or patent number(s). 61/142,983 & 12/683,960

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? Yes X No

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: *Robert D. Marshall, Jr.*

Address: *Texas Instruments Incorporated*
P. O. Box 655474, M.S. 3999
City: *Dallas*

State: Texas Zip: 75285

6. Number of applications and patents involved: 2

7. Amount of fee enclosed or authorized to be charged: **\$80.00**

8. Texas Instruments Incorporated, Account Number : 20-0688

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original Document.

Robert D. Marshall, Jr.
Robert D. Marshall, Jr.

28,267
Registration Number

August 3, 2012
Date

Total number of pages including cover sheet, attachments and documents: 9

CH \$80.00 200668 61142983

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"LEXUS ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "LUMINARY MICRO, INC." UNDER THE NAME OF
"TEXAS INSTRUMENTS AUSTIN INCORPORATED", A CORPORATION ORGANIZED
AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS
RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF MAY,
A.D. 2009, AT 5:07 O'CLOCK P.M.

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

3917426 8100M

090475837

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7303156

DATE: 05-14-09

PATENT
REEL: 028754 FRAME: 0130

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 05:07 PM 05/14/2009
 FILED 05:07 PM 05/14/2009
 RV 090475837 - 3917426 FILE

CERTIFICATE OF MERGER
 MERGING
 LEXUS ACQUISITION CORP.
 (a Delaware corporation)
 WITH AND INTO
 LUMINARY MICRO, INC.
 (a Delaware corporation)

May 14, 2009

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

Pursuant to Section 251(c) of the General Corporation Law of the State of Delaware (the "DGCL"), Luminary Micro, Inc., a Delaware corporation (the "Company"), in connection with the merger of Lexus Acquisition Corp., a Delaware corporation ("Merger Sub"), with and into the Company (the "Merger"), hereby certifies as follows:

FIRST: The names and states of incorporation of the constituent corporations to the Merger (the "Constituent Corporations") are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Luminary Micro, Inc.	Delaware
Lexus Acquisition Corp.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of May 14, 2009 (the "Merger Agreement"), by and among Texas Instruments Incorporated, a Delaware corporation, Merger Sub, the Company, and Tommy Eng, as Sellers' Representative, setting forth the terms and conditions of the Merger, has been approved, adopted, executed and acknowledged by each of the Constituent Corporations in accordance with Sections 228 and 251 of the DGCL.

THIRD: Luminary Micro, Inc. shall be the surviving corporation and its name shall be changed to "Texas Instruments Austin Incorporated" (the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of the Company, as amended, in effect immediately prior to the effective time of the Merger, shall be amended and restated in its entirety in the form of Exhibit A, and, as so amended and restated, such certificate of incorporation shall be the certificate of incorporation of the Surviving Corporation until thereafter amended as provided therein or by applicable law.

FIFTH: The Merger shall be effective immediately upon the filing of this Certificate of Merger with the Secretary of State of Delaware.

SIXTH: The fully executed Merger Agreement is on file at an office of the Surviving Corporation, the address of which is 108 Wild Basin Road South, Suite 350, Austin, Texas 78746.

SEVENTH: A copy of the fully executed Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

[THE REMAINDER OF THIS PAGE IS INTENTIONALLY LEFT BLANK.]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger as of the date first written above.

LUMINARY MICRO, INC.

By: 
Name: J. P. [unclear]
Title: Chief Executive Officer

PREPARED IN ACCORDANCE WITH THE PROVISIONS OF THE PATENT ACT

FIGURE 1
Block Diagram of the System Architecture
(continued)

**FOURTH AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
TEXAS INSTRUMENTS AUSTIN INCORPORATED**

FIRST: The name of the Corporation is Texas Instruments Austin Incorporated.

SECOND: The registered office of the Corporation in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle, State of Delaware. The name of the registered agent of the Corporation at such address is The Corporation Trust Company.

THIRD: The purpose for which the Corporation is organized is to engage in any and all lawful acts and activity for which corporations may be organized under the General Corporation Law of the State of Delaware. The Corporation will have perpetual existence.

FOURTH: The total number of shares of stock that the Corporation shall have authority to issue is 40,000,000 shares of common stock, par value \$0.0001 per share.

SIXTH: The number of directors constituting the initial board of directors is three (3), and the name and mailing address of each of person who is to serve as director until the first annual meeting of stockholders or until his successor is elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael J. Hames	7839 Churchill Way, M/S 3995 Dallas, Texas 75251
Reginald K. Jospesh	7839 Churchill Way, M/S 3995 Dallas, Texas 75251
Mark E. Patrick	7839 Churchill Way, M/S 3995 Dallas, Texas 75251

SEVENTH: The directors of the Corporation need not be elected by written ballot unless the bylaws of the Corporation otherwise provide.

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EIGHTH: The directors of the Corporation shall have the power to adopt, amend, and repeal the bylaws of the Corporation.

NINTH: No contract or transaction between the Corporation and one or more of its directors, officers, or stockholders or between the Corporation and any person (as used herein "person" means other corporation, partnership, association, firm, trust, joint venture, political subdivision, or instrumentality) or other organization in which one or more of its directors, officers, or stockholders are directors, officers, or stockholders, or have a financial interest, shall be void or voidable solely for this reason, or solely because the director or officer is present at or participates in the meeting of the board or committee that authorizes the contract or transaction, or solely because his, her, or their votes are counted for such purpose, if: (i) the material facts as to his or her relationship or interest and as to the contract or transaction are disclosed or are known to the board of directors or the committee, and the board of directors or committee in good faith authorizes the contract or transaction by the affirmative votes of a majority of the disinterested directors, even though the disinterested directors be less than a quorum; or (ii) the material facts as to his or her relationship or interest and as to the contract or transaction are disclosed or are known to the stockholders entitled to vote thereon, and the contract or transaction is specifically approved in good faith by vote of the stockholders; or (iii) the contract or transaction is fair as to the Corporation as of the time it is authorized, approved, or ratified by the board of directors, a committee thereof, or the stockholders. Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee that authorizes the contract or transaction.

TENTH: The Corporation shall indemnify any person who was, is, or is threatened to be made a party to a proceeding (as hereinafter defined) by reason of the fact that he or she (i) is or was a director or officer of the Corporation or (ii) while a director or officer of the Corporation, is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent, or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan, or other enterprise, to the fullest extent permitted under the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended. Such right shall be a contract right and as such shall run to the benefit of any director or officer who is elected and accepts the position of director or officer of the Corporation or elects to continue to serve as a director or officer of the Corporation while this Article Tenth is in effect. Any repeal or amendment of this Article Tenth shall be prospective only and shall not limit the rights of any such director or officer or the obligations of the Corporation with respect to any claim arising from or related to the services of such director or officer in any of the foregoing capacities prior to any such repeal or amendment to this Article Tenth. Such right shall include the right to be paid by the Corporation expenses incurred in defending any such proceeding in advance of its final disposition to the maximum extent permitted under the General Corporation Law of the State of Delaware, as the same exists or may hereafter be amended. If a claim for indemnification or advancement of expenses hereunder is not paid in full by the Corporation within sixty (60) days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the

Corporation to recover the unpaid amount of the claim, and if successful in whole or in part, the claimant shall also be entitled to be paid the expenses of prosecuting such claim. It shall be a defense to any such action that such indemnification or advancement of costs of defense are not permitted under the General Corporation Law of the State of Delaware, but the burden of proving such defense shall be on the Corporation. Neither the failure of the Corporation (including its board of directors or any committee thereof, independent legal counsel, or stockholders) to have made its determination prior to the commencement of such action that indemnification of, or advancement of costs of defense to, the claimant is permissible in the circumstances nor an actual determination by the Corporation (including its board of directors or any committee thereof, independent legal counsel, or stockholders) that such indemnification or advancement is not permissible shall be a defense to the action or create a presumption that such indemnification or advancement is not permissible. In the event of the death of any person having a right of indemnification under the foregoing provisions, such right shall inure to the benefit of his or her heirs, executors, administrators, and personal representatives. The rights conferred above shall not be exclusive of any other right that any person may have or hereafter acquire under any statute, bylaw, resolution of stockholders or directors, agreement, or otherwise.

The Corporation may additionally indemnify any employee or agent of the Corporation to the fullest extent permitted by law.

As used herein, the term "proceeding" means any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitrative, or investigative, any appeal in such an action, suit, or proceeding, and any inquiry or investigation that could lead to such an action, suit, or proceeding.

ELEVENTH: 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, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or that involve intentional misconduct or knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of Delaware, or (iv) for any transaction from which the director derived an improper personal benefit. Any repeal or amendment of this Article Eleventh by the stockholders of the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the Corporation arising from an act or omission occurring prior to the time of such repeal or amendment. In addition to the circumstances in which a director of the Corporation is not personally liable as set forth in the foregoing provisions of this Article Eleventh, a director shall not be liable to the Corporation or its stockholders to such further extent as permitted by any law hereafter enacted, including without limitation any subsequent amendment to the General Corporation Law of the State of Delaware.

TWELFTH: The Corporation expressly elects not to be governed by Section 203 of the General Corporation Law of the State of Delaware.