

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT7728746

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	MERGER	
<b>EFFECTIVE DATE:</b>	12/30/2022	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	BENU NETWORKS, INC.	12/30/2022
<b>RECEIVING PARTY DATA</b>		
<b>Name:</b>	CIENA CORPORATION	
<b>Street Address:</b>	7035 RIDGE ROAD	
<b>Internal Address:</b>	CIENA LEGAL DEPARTMENT	
<b>City:</b>	HANOVER	
<b>State/Country:</b>	MARYLAND	
<b>Postal Code:</b>	21076	
<b>PROPERTY NUMBERS Total: 11</b>		
<b>Property Type</b>	<b>Number</b>	
Patent Number:	10142159	
Patent Number:	10098164	
Patent Number:	9986472	
Patent Number:	9876759	
Patent Number:	9832674	
Patent Number:	9686808	
Patent Number:	9585186	
Patent Number:	9503943	
Patent Number:	9301205	
Patent Number:	9288141	
Patent Number:	9197545	
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Phone:</b>	410-694-3879	
<b>Email:</b>	rkucler@ciena.com, jadair@ciena.com	
<b>Correspondent Name:</b>	ROBERT D. KUCLER	
<b>Address Line 1:</b>	7035 RIDGE ROAD	

PATENT

<b>Address Line 2:</b>	CIENA LEGAL DEPARTMENT
<b>Address Line 4:</b>	HANOVER, MARYLAND 21076

<b>NAME OF SUBMITTER:</b>	ROBERT D. KUCLER
---------------------------	------------------

<b>SIGNATURE:</b>	/Robert D Kucler/
-------------------	-------------------

<b>DATE SIGNED:</b>	01/06/2023
---------------------	------------

	This document serves as an Oath/Declaration (37 CFR 1.63).
--	--

**Total Attachments: 14**

source=Bichon - Certificate of Merger [Filed]#page1.tif

source=Bichon - Certificate of Merger [Filed]#page2.tif

source=Bichon - Certificate of Merger [Filed]#page3.tif

source=Bichon - Certificate of Merger [Filed]#page4.tif

source=Bichon - Certificate of Merger [Filed]#page5.tif

source=Bichon - Certificate of Merger [Filed]#page6.tif

source=Bichon - Certificate of Merger [Filed]#page7.tif

source=Bichon - Certificate of Merger [Filed]#page8.tif

source=Bichon - Certificate of Merger [Filed]#page9.tif

source=Bichon - Certificate of Merger [Filed]#page10.tif

source=Benu Networks, Inc.-DE-Merger (Discontinuing Company Filed) 12-30-2022#page1.tif

source=Benu Networks, Inc.-DE-Merger (Discontinuing Company Filed) 12-30-2022#page2.tif

source=Benu Networks, Inc.-DE-Merger (Discontinuing Company Filed) 12-30-2022#page3.tif

source=Benu Networks, Inc.-DE-Merger (Discontinuing Company Filed) 12-30-2022#page4.tif

# Delaware

The First State

Page 1

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:

"BICHON ACQUISITION SUBSIDIARY, INC.", A DELAWARE  
CORPORATION,

WITH AND INTO "BENU NETWORKS, INC." UNDER THE NAME OF "BENU  
NETWORKS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE  
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE ON THE SEVENTEENTH DAY OF NOVEMBER, A.D. 2022, AT 10:41  
O'CLOCK A.M.



4790375 8100M  
SR# 20224042460

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 204880592  
Date: 11-17-22

**PATENT**  
**REEL: 062296 FRAME: 0632**

**CERTIFICATE OF MERGER  
FOR THE MERGER OF  
BICHON ACQUISITION SUBSIDIARY, INC.  
WITH AND INTO  
BENU NETWORKS, INC.**

November 17, 2022

---

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

---

Benu Networks, Inc., a Delaware corporation (the "**Company**"), does hereby certify to the following facts relating to the merger (the "**Merger**") of Bichon Acquisition Subsidiary, Inc., a Delaware corporation ("**Merger Sub**"), with and into the Company, with the Company remaining as the surviving corporation of the Merger (the "**Surviving Corporation**");

FIRST: The name and state of incorporation of each of the constituent corporations of the Merger (the "**Constituent Corporations**") are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
BENU NETWORKS, INC.	Delaware
BICHON ACQUISITION SUBSIDIARY, INC.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of November 1, 2022 (the "**Merger Agreement**"), by and among Ciena Corporation, a Delaware corporation, Merger Sub, the Company, and Fortis Advisors LLC, a Delaware limited liability company, as the securityholders' agent, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of Section 251 of the DGCL.

THIRD: The name of the Surviving Corporation of the Merger shall be Benu Networks, Inc.

FOURTH: Upon the filing of this Certificate of Merger, the Certificate of Incorporation of the Surviving Corporation shall be amended and restated to read in its entirety as set forth in Exhibit A attached hereto, and, as so amended and restated, shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The Surviving Corporation is a corporation formed and existing under the laws of the State of Delaware.

SIXTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation at the following address:

Benu Networks, Inc.  
c/o Ciena Corporation  
7035 Ridge Road  
Hanover, Maryland 21076

- SEVENTH: A copy of the executed Merger Agreement will be furnished by the Surviving Corporation on request and without cost to any stockholder of either of the Constituent Corporations.
- EIGHTH: The Merger shall become effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware in accordance with the provisions of Sections 103 and 251(c) of the DGCL.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

**IN WITNESS WHEREOF**, Benu Networks, Inc. has caused this Certificate of Merger to be executed by its duly authorized officer as of the date first above written.

**Benu Networks, Inc.**

By: Ajay Manuja  
Name: Ajay Manuja  
Title: Chief Executive Officer

[SIGNATURE PAGE TO CERTIFICATE OF MERGER]

**Exhibit A**

**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
BENU NETWORKS, INC.**

*[See attached.]*

**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
BENU NETWORKS, INC.  
A DELAWARE CORPORATION**

**Article I      NAME**

The name of this corporation is Benu Networks, Inc. (the “**Corporation**”).

**Article II      REGISTERED OFFICE AND AGENT**

The registered office of the Corporation in the State of Delaware shall be c/o Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801 in the County of New Castle. The name of the registered agent shall be The Corporation Trust Company.

**Article III      PURPOSE AND POWERS**

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware (“**DGCL**”). The Corporation shall have all power necessary or convenient to the conduct, promotion or attainment of such acts and activities.

**Article IV      CAPITAL STOCK**

**4.1      Authorized Shares.**

The Corporation is authorized to issue only one class of stock, to be designated Common Stock (“**Common Stock**”). The total number of shares of Common Stock presently authorized is 1,000, each share having a par value of \$0.001.

**4.2      Common Stock.**

**4.2.1      Relative Rights.**

Each share of Common Stock shall have the same relative rights as, and be identical in all respects to, all other shares of Common Stock.

**4.2.2      Dividends.**

Dividends may be paid on the Common Stock out of any assets legally available for the payment of dividends thereon, but only when and as declared by the Board of Directors of the Corporation (the “**Board**”).



#### **4.2.3 Dissolution, Liquidation, Winding Up.**

In the event of any dissolution, liquidation or winding up of the Corporation, whether voluntary or involuntary, the holders of the Common Stock shall become entitled to participate in the distribution of any assets of the Corporation remaining after the Corporation shall have paid, or provided for payment of, all debts and liabilities of the Corporation.

#### **4.2.4 Voting Rights.**

Each holder of shares of Common Stock shall be entitled to attend all special and annual meetings of the stockholders of the Corporation and cast one vote for each outstanding share of Common Stock so held upon any matter or thing (including without limitation the election of one or more directors) properly considered and acted upon by the stockholders.

No person entitled to vote at an election for directors may cumulate votes to which such person is entitled unless required by applicable law at the time of such election. During such time or times that applicable law requires cumulative voting, every stockholder entitled to vote at an election for directors may cumulate such stockholder's votes and give one candidate a number of votes equal to the number of directors to be elected multiplied by the number of votes to which such stockholder's shares are otherwise entitled, or distribute the stockholder's votes on the same principle among as many candidates as such stockholder desires. No stockholder, however, shall be entitled to so cumulate such stockholder's votes unless (a) the names of such candidate or candidates have been placed in nomination prior to the voting and (b) the stockholder has given notice at the meeting, prior to the voting, of such stockholder's intention to cumulate such stockholder's votes. If any stockholder has given proper notice to cumulate votes, all stockholders may cumulate their votes for any candidates who have been properly placed in nomination. Under cumulative voting, the candidates receiving the highest number of votes, up to the number of directors to be elected, are elected.

### **Article V BOARD OF DIRECTORS**

#### **5.1 Management of Business and Affairs of the Corporation.**

The management of the business and the conduct of the affairs of the Corporation shall be vested in the Board.

#### **5.2 Number; Election.**

The number of directors which shall constitute the whole Board shall be fixed by the Board in the manner provided in the Corporation's Bylaws ("Bylaws"). Directors shall be elected at each annual meeting of stockholders to hold office until the next annual meeting. Each director shall hold office either until the expiration of the term for which elected or appointed and until a successor has been elected and qualified, or until such director's death, resignation or removal. No decrease in the number of directors constituting the Board shall shorten the term of any incumbent director. Unless and except to the extent that the Bylaws shall otherwise require, the election of the directors of the Corporation need not be by written ballot. Each director of the Corporation shall be entitled to one vote per director on all matters voted or acted upon by the Board.

### **5.3 Removal.**

Subject to any limitations imposed by applicable law, the Board or any director may be removed from office at any time with or without cause by the affirmative vote of the holders of a majority of the voting power of all then-outstanding shares of capital stock of the Corporation entitled to vote generally at an election of directors.

## **Article VI AMENDMENTS**

### **6.1 Amendment of Bylaws.**

In furtherance and not in limitation of the powers conferred by the DGCL, the Board is expressly empowered to adopt, amend or repeal the Bylaws. The stockholders shall also have power to adopt, amend or repeal the Bylaws; provided, however, that, in addition to any vote of the holders of any class or series of stock of the Corporation required by law or by this Certificate of Incorporation, such action by stockholders shall require the affirmative vote of the holders of at least a majority of the voting power of all of the then-outstanding shares of the capital stock of the Corporation entitled to vote generally in the election of directors, voting together as a single class.

### **6.2 Amendment of Certificate of Incorporation.**

The Corporation reserves the right at any time, and from time to time, to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed by law; and all rights, preferences, and privileges of any nature conferred upon stockholders, directors, or any other persons by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted

## **Article VII LIMITATION OF LIABILITY**

### **7.1 Limitation of Directors' Liability.**

No director of the Corporation shall be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director; provided, that this provision shall not eliminate or limit the liability of a director (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 which involve intentional misconduct or a knowing violation of law; (iii) under Section 174 of the DGCL; or (iv) for any transaction from which the director derived an improper personal benefit.

### **7.2 Indemnification.**

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which applicable law 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 such applicable law. If applicable law is amended after approval by the stockholders of this Article VII to authorize corporate action further eliminating

or limiting the personal liability of directors, then the liability of a director to the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law as so amended.

### **7.3 Repeal or Modification of Limitation of Liability.**

Any repeal or modification of this Article VII shall only be prospective and shall not affect the rights or protections or increase the liability of any officer or director under this Article VII in effect at the time of the alleged occurrence of any act or omission to act giving rise to liability or indemnification.

## **Article VIII RENUNCIATION OF CORPORATE OPPORTUNITIES**

The Corporation renounces, to the fullest extent permitted by law, any interest or expectancy of the Corporation in, or in being offered an opportunity to participate in, any Excluded Opportunity. An “**Excluded Opportunity**” is any matter, transaction or interest that is presented to, or acquired, created or developed by, or which otherwise comes into the possession of (a) any director of the Corporation who is not an employee of the Corporation or any of its subsidiaries, or (b) any holder of Common Stock or any partner, member, director, stockholder, employee or agent of any such holder, other than someone who is an employee of the Corporation or any of its subsidiaries (collectively, “**Covered Persons**”), unless such matter, transaction or interest is presented to, or acquired, created or developed by, or otherwise comes into the possession of, a Covered Person expressly and solely in such Covered Person’s capacity as a director of the Corporation.

## **Article IX FORUM**

Unless the Corporation consents in writing to the selection of an alternative forum, the Court of Chancery in the State of Delaware shall be the sole and exclusive forum for any stockholder (including a beneficial owner) to bring (a) any derivative action or proceeding brought on behalf of the Corporation, (b) any action asserting a claim of breach of fiduciary duty owed by any director, officer or other employee of the Corporation to the Corporation or the Corporation’s stockholders, (c) any action asserting a claim against the Corporation, its directors, officers or employees arising pursuant to any provision of the DGCL or the Corporation’s Certificate of Incorporation or Bylaws or (d) any action asserting a claim against the Corporation, its directors, officers or employees governed by the internal affairs doctrine, except for, as to each of (a) through (d) above, any claim as to which the Court of Chancery determines there is an indispensable party not subject to the jurisdiction of the Court of Chancery (and the indispensable party does not consent to the personal jurisdiction of the Court of Chancery within (10) days following such determination), which is vested in the exclusive jurisdiction of a court or forum other than the Court of Chancery, or for which the Court of Chancery does not have subject matter jurisdiction. If any provision or provisions of this Article IX shall be held to be invalid, illegal or unenforceable as applied to any person or entity or circumstance for any reason whatsoever, then, to the fullest extent permitted by law, the validity, legality and enforceability of such provisions in any other circumstance and of the remaining provisions of this Article IX (including, without limitation, each portion of any sentence of this Article IX containing any such provision held to be invalid, illegal or unenforceable that is not itself held to be invalid, illegal or unenforceable)

and the application of such provision to other persons or entities and circumstances shall not in any way be affected or impaired thereby.

# Delaware

The First State

Page 1

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 OWNERSHIP, WHICH MERGES:

"BENU NETWORKS, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CIENA CORPORATION" UNDER THE NAME OF "CIENA  
CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE  
LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS  
OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 2022, AT 2:08  
O`CLOCK P.M.



2314539 8100M  
SR# 20224419658

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JB", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 205225126  
Date: 12-30-22

**PATENT**  
**REEL: 062296 FRAME: 0642**

**STATE OF DELAWARE**

**CERTIFICATE OF OWNERSHIP AND MERGER**  
**merging**  
**BENU NETWORKS, INC.**  
**(a Delaware corporation)**  
**with and into**  
**CIENA CORPORATION**  
**(a Delaware corporation)**

Pursuant to Title 8, Section 253, of the Delaware General Corporation Law (the “DGCL”), Ciena Corporation, a Delaware corporation (the “Corporation”), does hereby certify to the following facts relating to the merger of Benu Networks, Inc., a Delaware corporation and wholly-owned subsidiary of the Corporation, with and into the Corporation (the “Merger”), with the Corporation remaining as the surviving corporation:

**FIRST:** The Corporation was incorporated on November 2, 1992 under the DGCL and is existing thereunder.

**SECOND:** The Corporation owns 100% of the issued and outstanding capital stock of Benu Networks, Inc., a corporation incorporated on February 22, 2010 under the DGCL.

**THIRD:** The Board of Directors of the Corporation, by the following resolutions duly adopted in accordance with Section 141(f) of the DGCL by written consent effective October 17, 2022, determined to merge Benu Networks, Inc. with and into the Corporation pursuant to Section 253 of the DGCL, with the Corporation remaining as the surviving corporation:

WHEREAS, the Board deems it advisable and in the best interest of the stockholders of the Company, and wishes, promptly following the Effective Time of the Merger, to effect a second step, short form merger pursuant to Section 253 of the General Corporation Law of the State of Delaware, by which Benu, as the Surviving Corporation of the Merger will be merged, with and into the Company (the “Second Step Merger”), and as a result of the Second Step Merger, the separate existence of Benu shall cease and the Company will continue as the surviving corporation in the Second Step Merger and

WHEREAS, after due consideration and discussion, the Board has determined it to be advisable and in the best interests of the Company and its stockholders to execute and enter into the Merger Agreement and the other Transaction Documents to which the Company is a party and to approve and authorize the consummation of the Transactions, including the Merger and Second Step Merger.

NOW, THEREFORE, IT IS RESOLVED, that the Board has determined that the Transactions, including the Merger and Second Step Merger, are fair to, and in the best interests of, the Company and its stockholders and approves and declares advisable the Merger Agreement and the Merger;

FURTHER RESOLVED, that each Authorized Officer be, and each such officer hereby is, authorized to take any action he or she may deem necessary, appropriate or desirable in order to facilitate the Merger and the Second Step Merger, and such other actions contemplated by the Transaction Documents, including the filing of any materials that may be required to be filed, or that the Company elects to file, with the Secretary of State of the State of Delaware, the Securities and Exchange Commission (the "SEC"), or otherwise in connection with the Merger Agreement;

FURTHER RESOLVED, that, the Second Step Merger is approved and, promptly following the Merger, Benu as the Surviving Corporation of the Merger shall be merged with and into the Company pursuant to and in accordance with Section 253 of the General Corporation Law of the State of Delaware;

FURTHER RESOLVED, that by virtue of the Second Step Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of the Company shall remain unchanged and continue to remain outstanding as one share of capital stock of the Company, held by the person who was the holder of such share of capital stock of the Company immediately prior to the Second Step Merger;

FURTHER RESOLVED, that by virtue of the Second Step Merger and without any action on the part of the holder thereof, each then outstanding share of capital stock of Benu shall be canceled and no consideration shall be issued in respect thereof; and

FURTHER RESOLVED, that each Authorized Officer be, and each such officer hereby is, authorized to take or cause the Company or any of its direct or indirect subsidiaries, including Merger Sub, to take any actions he or she deems reasonably necessary, proper or advisable in order to consummate and make effective the Merger and the Second Step Merger, including taking any and all actions as may be necessary to obtain all other consents, approvals, authorizations, declarations, permits of, actions by, filings with or notifications as may be required to carry out the transactions contemplated by the Merger Agreement.

**FOURTH:** The Merger shall be effective immediately upon the filing of this Certificate of Ownership and Merger with the Secretary of State of the State of Delaware.

*[Signature Page Follows]*

**IN WITNESS WHEREOF**, the Corporation has caused this Certificate of Ownership and Merger to be signed by an authorized officer as of the 22<sup>nd</sup> day of December, 2022.

**CIENA CORPORATION**

By: 

Name: David Rothenstein

Title: Senior Vice President, General  
Counsel and Secretary