

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

Assignment ID: PATI856171

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER
<b>EFFECTIVE DATE:</b>	08/20/2024
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
NICIRA, INC.	08/20/2024
<b>RECEIVING PARTY DATA</b>	
<b>Company Name:</b>	VMware LLC
<b>Street Address:</b>	3421 Hillview Avenue
<b>City:</b>	Palo Alto
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94304
<b>PROPERTY NUMBERS Total: 10</b>	
<b>Property Type</b>	<b>Number</b>
Application Number:	18239084
Application Number:	18241234
Application Number:	18372208
Application Number:	18244244
Application Number:	18083536
Application Number:	18433572
Application Number:	18382311
Application Number:	18633415
Application Number:	18759606
Application Number:	18750943
<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>	(303)268-0066
<b>Email:</b>	patty.healy@quarles.com,ip-docket@quarles.com
<b>Correspondent Name:</b>	Patty Healy
<b>Address Line 1:</b>	8744 Kendrick Castillo Way, Suite 560
<b>Address Line 4:</b>	Highlands Ranch, COLORADO 80129

<b>ATTORNEY DOCKET NUMBER:</b>	VMW-xxx
<b>NAME OF SUBMITTER:</b>	Patty Healy
<b>SIGNATURE:</b>	/Patty Healy/
<b>DATE SIGNED:</b>	02/28/2025
<b>Total Attachments: 5</b> source=Nicira-VMware - Certificate of Merger [FILED]-Consent of SH#page1.tiff source=Nicira-VMware - Certificate of Merger [FILED]-Consent of SH#page2.tiff source=Nicira-VMware - Certificate of Merger [FILED]-Consent of SH#page3.tiff source=Nicira-VMware - Certificate of Merger [FILED]-Consent of SH#page4.tiff source=Nicira-VMware - Certificate of Merger [FILED]-Consent of SH#page5.tiff	

**CERTIFICATE OF OWNERSHIP AND MERGER OF  
DOMESTIC CORPORATION INTO  
DOMESTIC LIMITED LIABILITY COMPANY**

August 20, 2024

Pursuant to Title 8, Section 267 of the Delaware General Corporation Law and Title 6, Section 18-209(c) of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

- FIRST: The name of the surviving Delaware limited liability company is VMware LLC ("VMware") and the name of the Delaware corporation being merged into the Delaware limited liability company is Nicira, Inc. ("Nicira").
- SECOND: VMware, being the parent company, owns 100% of the capital stock of Nicira, being the subsidiary corporation.
- THIRD: The merger was authorized in accordance with the limited liability company agreement of VMware, Title 8, Section 267 of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act.
- FOURTH: The parent company, by resolutions of its sole member adopted on August 20, 2024, approved a Plan of Merger whereby upon the effectiveness of the merger (a) the subsidiary corporation shall be merged into the surviving limited liability company and (b) the surviving limited liability company (i) is to be possessed of all the estate, property, rights, privileges and franchises of the merged subsidiary corporation and (ii) assumes all of the merged subsidiary corporation's liabilities and obligations.
- FIFTH: The Certificate of Formation of the surviving Delaware limited liability company, as in effect immediately prior to the merger, shall be the Certificate of Formation of the surviving Delaware limited liability company.
- SIXTH: The merger is to become effective August 20, 2024.

*(Signature page follows)*

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:45 PM 08/20/2024  
FILED 04:45 PM 08/20/2024  
SR 20243468864 - File Number 2853894

**PATENT  
REEL: 070363 FRAME: 0438**

**IN WITNESS WHEREOF**, said limited liability company has caused this certificate to be signed  
by an authorized person as of the date first written above.

**VMWARE LLC**

DocuSigned by:

By: Adam Sloane

Name: Adam Sloane

Title: Authorized Person

*[Signature Page to Certificate of Merger of VMware LLC and Nicira, Inc.]*

**WRITTEN CONSENT OF  
THE SOLE STOCKHOLDER OF NICIRA, INC.**

August 20, 2024

Pursuant to the provisions of Section 228(a) of the Delaware General Corporation Law (the “DGCL”), the undersigned, being the sole stockholder of Nicira, Inc., a Delaware corporation (the “Corporation”), does hereby waive notice and approve, adopt and consent in writing to the adoption of the following resolutions with the same force and effect as if adopted at a meeting of the Sole Stockholder duly called and held.

**APPROVAL OF MERGER**

**WHEREAS**, the Corporation is an indirect, wholly-owned subsidiary of Broadcom Inc., a Delaware corporation (“Broadcom”);

**WHEREAS**, Broadcom has determined that it is desirable and in the best interests of Broadcom to effect an integration of certain of its subsidiaries (the “Integration”);

**WHEREAS**, in connection with the Integration, the Corporation intends to effect a merger involving the Corporation and VMware LLC, a Delaware limited liability company (the “Surviving Company”), which is an indirect, wholly-owned subsidiary of Broadcom;

**WHEREAS**, the Board of Directors of the Corporation (the “Board”) desires to merge the Corporation with and into the Surviving Company (the “Merger”), pursuant to (i) an agreement of merger (the “Agreement of Merger”) and (ii) a certificate of ownership and merger (the “Certificate of Ownership and Merger”), the particulars of both the Agreement of Merger and Certificate of Ownership and Merger having been made available to the Board to its satisfaction, with the Surviving Company being the sole surviving company of the Merger pursuant to Section 267 of the DGCL;

**WHEREAS**, the Corporation intends that the Merger shall become effective upon the filing of the Certificate of Ownership and Merger with the Delaware Secretary of State or at such time as is otherwise specified therein (the “Effective Time”);

**WHEREAS**, these resolutions are intended to constitute the adoption of a plan of liquidation of the Corporation under sections 332 and 337 of the Internal Revenue Code of 1986, as amended (the “Code”), and U.S. Department of Treasury Regulations (“Treas. Reg.”) § 1.332-2(c);

**WHEREAS**, the Board (i) approved, authorized and ratified the Merger, (ii) authorized and directed the officers of the Corporation to execute and deliver the Agreement of Merger and the Certificate of Ownership and Merger on behalf of the Corporation and (iii) authorized and directed the officers of the Corporation to take any other such actions as they may deem necessary to effect the Merger; and

**WHEREAS**, the Board recommends that the Sole Stockholder adopt the Agreement of Merger.

**NOW, THEREFORE, BE IT RESOLVED**, the Agreement of Merger is hereby authorized, approved, adopted, confirmed, ratified and accepted in all respects and is deemed to be fair, reasonable, advisable and in the best interests of the Corporation and the Corporation is hereby authorized to enter into and perform its obligations thereunder; and

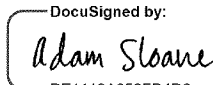
**RESOLVED, FURTHER,** that the Merger shall be treated as a tax-free liquidation of the Corporation pursuant to sections 332 and 337 of the Code and Treas. Reg. § 1.332-2(c), unless otherwise required by applicable law, and that these resolutions shall constitute the plan of complete liquidation for purposes of such sections; provided, however, that if required by applicable law, the Merger shall be treated as a tax-free reorganization under section 368(a)(1) of the Code, and these resolutions shall be adopted, as of the date hereof, as a plan of reorganization within the meaning of Treas. Reg. § 1.368-2(g).

*(Signature page follows)*

**IN WITNESS WHEREOF**, the undersigned has executed this Written Consent effective as of the date first above written.

**SOLE STOCKHOLDER**

**VMware LLC**

DocuSigned by:  
By:   
Name: Adam Sloane  
Title: President

*[Signature Page to the Written Consent of the Sole Stockholder of Nicira, Inc. approving VMware LLC-Nicira, Inc. Merger]*