To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):
   Nortel Networks Corporation

2. Name and address of receiving party(ies):
   Name: Nortel Networks Limited
   Internal Address: Street Address: 2351 Boulevard Alfred-Nobel, St. Laurent, Quebec H4S 2A9 Canada

3. Nature of conveyance:
   - Assignment
   - Merger
   - Security Agreement
   X Change of Name
   - Other

   Execution Date: May 1, 2000

4. Application number(s) or patent number(s).
   If this document is being filed together with a new application, the execution date of the application is:

   A. Patent Application No.(s)
      09/411,283

   B. Patent No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:
   Name: William M. Lee, Jr.
   Internal Address: Barnes & Thornburg
   Street Address: PO Box 2786
   City: Chicago State: Illinois Zip: 60690-2786

6. Total number of applications and patents involved: one

7. Total fee (37 CFR 3.41)
   $ 40.00

8. Deposit account number:
   12-0913
   (Attach duplicate copy of this form if paying by deposit account.)

   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.

   William M. Lee, Jr.  March 2, 2004
   Name of Person Signing  Date

DO NOT USE THIS SPACE

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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NORTEL NETWORKS LIMITED

CERTIFICATE

I, Deborah J. Noble, Corporate Secretary of Nortel Networks Limited (the "Corporation"), a Canadian corporation having executive offices at 8200 Dixie Road, Suite 100, Brampton, Ontario, Canada, hereby certify under my hand and the corporate seal of the Corporation as follows:

1. effective as of and from May 1, 2000 the Corporation changed its named from "Nortel Networks Corporation" to Nortel Networks Limited".

Dated at Brampton, Province of Ontario, Canada, this 20th day of June, 2000.

Deborah J. Noble
Corporate Secretary

Executed and signed before me at the City of Brampton, Province of Ontario this 20th day of June, 2000.

[Signature]
NORTEL NETWORKS LIMITED

ASSISTANT SECRETARY’S CERTIFICATE

I, BLAIR F. MORRISON, Assistant Secretary of Nortel Networks Limited, formerly known as Nortel Networks Corporation (the “Corporation”), a Canadian corporation, do hereby certify under my hand and the corporate seal of the Corporation as follows:

1. Attached hereto as Exhibit A, is a true, complete and correct copy of an extract from a certified copy of the Certificate of Arrangement between the Corporation and BCE Inc. dated May 1, 2000.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation.

Dated: __June 20___ 2000

[Signature]

Blair F. Morrison
Assistant Secretary

I, DEBORAH J. NOBLE, Corporate Secretary of the Corporation, hereby certify that BLAIR F. MORRISON is, and has been at all times since a date prior to the date hereof, the duly elected, qualified and acting Assistant Secretary of the Corporation and that the signature set forth above is his true and correct signature.

Dated: __June 20___ 2000

[Signature]

Deborah J. Noble
Corporate Secretary

Executed and signed before me at the City of Brampton, Province of Ontario, Canada this __20__ day of __June__ 2000.

[Signature]
Beverley Avril Andrade, Notary Public,
Regional Municipality of Peel, limited to the attestation of instruments and the taking of affidavits, for Nortel Networks Corporation and its subsidiaries.
I HEREBY CERTIFY THAT THE ATTACHED IS A TRUE COPY OF THE DOCUMENT MAINTAINED IN THE RECORDS OF THE DIRECTOR.

JE CERTIFIE, PAR LES PRÉSENTES, QUE LE DOCUMENT CI-JOINT EST UNE COPIE EXACTE D'UN DOCUMENT CONTENU DANS LES LIVRES TENUS PAR LE DIRECTEUR.

Deputy Director - Directeur adjoint

Date

PATENT
REEL: 015042 FRAME: 0124
Certificate of Arrangement

Canada Business Corporations Act

Nortel Networks Corporation/
Corporation Nortel Networks
BCE Inc.

125147-3
356667-6

Name of CBCA corporation(s) involved -
Dénomination(s) de la (des) société(s)
L.C.S.A. concernée(s)

I hereby certify that the arrangement set out in the
attached articles of arrangement, involving the
above-referenced corporation(s), has been effected
under section 192 of the Canada Business
Corporations Act.

Director - Directeur

Date of Arrangement - Date de l'arrangement

May 1, 2000 / le 1 mai 2000

Je certifie que l'arrangement mentionné dans les
clauses d'arrangement annexées, concernant la
(les) société(s) susmentionnée(s), a pris effet en
vertu de l'article 192 de la Loi canadienne sur les
sociétés par actions.

Corporation number - Numéro de la société
<p>| | | | | |</p>
<table>
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<tr>
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<tr>
<td>1</td>
<td>Name of applicant corporation(s) - Dénomination de la(des) requérante(s)</td>
<td>2</td>
<td>Corporation No(s). N°(s) de la(des) société(s)</td>
<td>3566676</td>
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<td>BCE INC.</td>
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<td></td>
<td>1251473</td>
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<td>NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS</td>
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<td>3</td>
<td>Name of the corporation(s) the articles of which are amended, if applicable</td>
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<td>1251473</td>
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<tr>
<td>(a)</td>
<td>NORTEL NETWORKS CORPORATION/CORPORATION NORTEL NETWORKS</td>
<td>(b)</td>
<td>NEW NORTEL INC.</td>
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<tr>
<td>5</td>
<td>Name of the corporation(s) created by amalgamation, if applicable</td>
<td>6</td>
<td>Corporation No(s). N°(s) de la(des) société(s)</td>
<td>375 438-3</td>
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<tr>
<td>(a)</td>
<td>BCE INC.</td>
<td>(b)</td>
<td>NEW NORTEL INC.</td>
<td>375 437-5</td>
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<td>7</td>
<td>Name of the dissolved corporation(s), if applicable</td>
<td>8</td>
<td>Corporation No(s). N°(s) de la(des) société(s)</td>
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<td>Dénomination de la(des) société(s) dissoute(s), le cas échéant</td>
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<tr>
<td>9</td>
<td>Name of other bodies corporate involved, if applicable</td>
<td>10</td>
<td>Corporation No(s). or jurisdiction of incorporation - N°(s) de la(des) société(s)/ou loi sous le régime de laquelle elle est constituée</td>
<td>3721621</td>
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<tr>
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<td>Dénomination des autres personnes morales en cause, le cas échéant</td>
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<tr>
<td></td>
<td>3721621 CANADA INC.</td>
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</table>

11 - In accordance with the order approving the arrangement, Conformément aux termes de l'ordonnance approuvant l'arrangement,

(a) the articles of the above-named corporation(s) are amended in accordance with the attached plan of arrangement, les status de la(des) société(s) susmentionnée(s) sont modifiés en conformité avec le plan d'arrangement ci-joint.
(b) the following bodies corporate are amalgamated in accordance with the attached plan of arrangement,

(i) BCE INC. (#3566676)  FORMS S (a)
   3263207 CANADA INC. (#3263207)

THE ANNEXED SCHEDULE B IS INCORPORATED IN THIS FORM/L'ANNEXE B CI-JOINTE FAIT PARTIE INTÉGRANTE D'INTÉGRANTE DU PRÉSENT FORMULAIRE

(ii) NEW NORTEL INC. (#3728684)  FORMS S (b)
   3056074 CANADA INC. (#3056074)

THE ANNEXED SCHEDULE C IS INCORPORATED IN THIS FORM/L'ANNEXE C CI-JOINTE FAIT PARTIE INTÉGRANTE D'INTÉGRANTE DU PRÉSENT FORMULAIRE

(c) the above-named corporation(s) is(are) liquidated and dissolved in accordance with the attached plan of arrangement, la(les) société(s) susmentionnée(s) est(sont) liquidiées et dissoute(s) conformément au plan d'arrangement ci-joint.
(d) the plan of arrangement attached hereto, involving the above-named body(ies), corporate is hereby effected, le plan d'arrangement ci-joint portant sur la(les) personne(s) morale(s) susmentionnée(s) prend effet.

THE ANNEXED SCHEDULE D IS INCORPORATED IN THIS FORM/L'ANNEXE D CI-JOINTE FAIT PARTIE INTÉGRANTE D'INTÉGRANTE DU PRÉSENT FORMULAIRE

<table>
<thead>
<tr>
<th>Date</th>
<th>Signature</th>
<th>Title</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>MAY 1, 2000</td>
<td>Moshe</td>
<td>Chief Legal Officer - BCE Inc</td>
<td>MAY 1 2000</td>
</tr>
<tr>
<td>IC 3169 (2/95) (CAA 1780)</td>
<td></td>
<td>Corporate Secretary NORTEL Networks</td>
<td></td>
</tr>
</tbody>
</table>

FOR DEPARTMENTAL USE ONLY - À L'USAGE DU MINISTÈRE SEULEMENT

PATENT

REEL: 015042 FRAME: 0126
The name of Nortel Networks Corporation/Corporation Nortel Networks (#1251473) is changed to Nortel Networks Limited/Corporation Nortel Networks Limitée.

The articles of New Nortel Inc. (# 375438-3) are hereby changed as follows:

(i) the name of the corporation is changed to Nortel Networks Corporation/Corporation Nortel Networks; and

(ii) the common shares of the corporation are subdivided on a two-for-one basis effective at the close of business on the fourth Trading Day after the Effective Date.

For this purpose, "Trading Day" and "Effective Date" shall have the meanings ascribed thereto in the attached Plan of Arrangement.