

07-10-2001

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Assistant Commissioner for Trademarks: Please re

1. Name of conveying party(ies):

C-Cube Microsystems Inc. 7-3-01

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation—State Delaware
- Other _____

Additional name(s) attached? Yes No

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

Harmonic Inc.
549 Baltic Way
Sunnyvale, CA 94089

- Individual(s) Citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation—State Delaware
- Other _____

If the assignee is not domiciled in the United States, a domestic representative designation is attached. Yes No

Additional names/addresses attached? Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: May 3, 2000

4. Application number(s) or trademark number(s):

A. Trademark Application No(s):

75/803,009 CLEARMOTION

B: Trademark No(s):

Additional numbers attached? Yes No

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

Rose A. Hagan
Fish & Richardson P.C.
2200 Sand Hill Road, Suite 100
Menlo Park, CA 94025
Tel. No.: (925) 906-1322

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR §3.41): \$140.00

- Enclosed
- Authorized to charge Deposit Account.

8. Deposit Account No.: 06-1050

Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.

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 the attached is a true copy of the original document.*

Richard P. Ferrara/ for
Rose A. Hagan
Name of Person Signing

Richard P. Ferrara
Signature

June 28, 2001
Date

Total number of pages including cover sheet, attachments, and document: 5

30057263

07/10/2001 LMUELLER 00000001 75803009

01 FD:481
02 FD:482

40.00 DP
100.00 DP

CERTIFICATE OF MAILING BY FIRST CLASS MAIL

I hereby certify under 37 CFR §1.8(a) that this correspondence is being deposited with the United States Postal Service as first class mail with sufficient postage on the date indicated below and is addressed to the Assistant Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513.

June 28, 2001
Date of Deposit

Laurie Buchanan
Signature

LAURIE BUCHANAN
Typed Name of Person Signing Certificate

TRADEMARK
REEL: 002330 FRAME: 0243

SCHEDULE

MARK

REG. NO.

MPEG MEDIA TOOLKIT (MMT)

2,233,612

DIVICOM

2,238,016

MEDIAVIEW

2,350,830

TRANSRATER

2,461,988

30057267

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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:

"C-CUBE MICROSYSTEMS INC.", A DELAWARE CORPORATION,
WITH AND INTO "HARMONIC INC." UNDER THE NAME OF "HARMONIC INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF MAY, A.D. 2000, AT 7:30 O'CLOCK A.M.



Edward J. Freel, Secretary of State

2493974 B100M

001285644

AUTHENTICATION: 0503705

DATE: 06-16-00

CERTIFICATE OF MERGER
OF
C-CUBE MICROSYSTEMS INC.
(a Delaware corporation)
WITH
HARMONIC INC.
(a Delaware corporation)

PURSUANT TO SECTION 251 OF THE DELAWARE GENERAL CORPORATION LAW

The undersigned corporation hereby certifies that:

FIRST: The names and states of incorporation of the constituent corporations are as follows:

<u>Name</u>	<u>State of Incorporation</u>
C-Cube Microsystems Inc.	Delaware
Harmonic Inc.	Delaware

SECOND: An Agreement and Plan of Merger and Reorganization has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the merger is Harmonic Inc., a Delaware corporation.

FOURTH: Article IV of the Restated Certificate of Incorporation of the surviving corporation shall be amended as attached hereto in Schedule A.

FIFTH: The executed Agreement and Plan of Merger and Reorganization is on file at the office of the surviving corporation. The address of said office is Harmonic Inc., 549 Baltic Way, Sunnyvale, California 94089.

SIXTH: A copy of the Agreement and Plan of Merger and Reorganization will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

IN WITNESS WHEREOF, the undersigned has executed and subscribed to this Certificate of Merger on behalf of the Surviving Corporation as its authorized officer and hereby affirms, under penalty of perjury, that this Certificate of Merger is the act and deed of such corporation and that the facts stated herein are true.

Dated: May 3, 2000.

HARMONIC INC.,
a Delaware corporation
By: /s/Anthony J. Ley
Anthony J. Ley, President and
Chief Executive Officer

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 07:30 AM 05/03/2000
001223940 - 2493974

TRADEMARK
REEL: 002330 FRAME: 0246

SCHEDULE A

The Restated Certificate of Incorporation of the Corporation is hereby amended by striking out the first paragraph of Article IV thereof and substituting in lieu of said paragraph the following new paragraph:

"The Corporation is authorized to issue two classes of stock to be designated, respectively, Preferred Stock, par value \$0.001 per share ("Preferred Stock"), and Common Stock, par value \$0.001 per share ("Common Stock"). The total number of shares of Preferred Stock that the Corporation shall have authority to issue is 5,000,000. The total number of shares of Common Stock that the Corporation shall have authority to issue is 75,000,000."