

Form **PTO-1594**  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings → → → ▼ ▼ ▼ ▼ ▼ ▼ ▼

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

**1 Name of conveying party(ies).**

Lexar Media, Inc

- Individual(s)
- General Partnership
- Corporation-State California
- Other \_\_\_\_\_
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

**3 Nature of conveyance**

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date August 11, 2000

**2 Name and address of receiving party(ies)**

Name: Lexar Media, Inc.

Internal

Address: \_\_\_\_\_

Street Address: 47421 Bayside Parkway

City: Fremont State: CA Zip: 94538

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation-State Delaware
- Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No  
(Designations must be a separate document from assignment)  
Additional name(s) & address(es) attached?  Yes  No

**4. Application number(s) or registration number(s).**

A. Trademark Application No.(s) 76108299

B. Trademark Registration No (s) 2480704, 2295266, 2273926, 2468353, 2685178

Additional number(s) attached  Yes  No

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

Name: Kathryn M. Wheble

Internal Address: \_\_\_\_\_

Street Address c/o Cooley Godward LLP,

One Maritime Plaza, 20th Floor

City: San Francisco State: CA Zip: 94111-3580

**6 Total number of applications and registrations involved.**

6

**7. Total fee (37 CFR 3.41)**

\$ 165.00

- Enclosed
- Authorized to be charged to deposit account

**8 Deposit account number:**

03-3118

**DO NOT USE THIS SPACE**

**9. Signature.**

Kathryn M. Wheble

Name of Person Signing



Signature

11/7/02

Date

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

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

CH \$165.00 033118 76108299

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"LEXAR MEDIA, INC.", A CALIFORNIA CORPORATION,

WITH AND INTO "LEXAR MEDIA, INC. (DELAWARE)" UNDER THE NAME OF "LEXAR MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF AUGUST, A.D. 2000, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3135563 8100M

AUTHENTICATION: 2708529

030683114

DATE: 10-23-03

TRADEMARK

REEL: 002743 FRAME: 0930

STATE OF DELAWARE  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 FILED 09:00 AM 08/11/2000  
 001407697 - 3135563

## AGREEMENT AND PLAN OF MERGER

THIS AGREEMENT AND PLAN OF MERGER (this "*Merger Agreement*") is entered into as of August 11, 2000 by and between Lexar Media, Inc., a California corporation ("*Lexar California*"), and Lexar Media, Inc. (Delaware), a Delaware corporation ("*Lexar Delaware*"). Lexar California and Lexar Delaware are hereinafter sometimes collectively referred to as the "*Constituent Corporations*".

### RECITALS

A. Lexar Microsystems, Inc., the predecessor to Lexar California, was incorporated on September 12, 1996. Lexar Microsystems ultimately changed its name to Lexar Media, Inc. on February 17, 1998. The current authorized capital stock of Lexar California consists of: (i) 75,000,000 shares of common stock, no par value ("*Lexar California Common Stock*"), of which 14,887,222 shares are issued and outstanding and (ii) 38,705,827 shares of preferred stock, no par value ("*Lexar California Preferred Stock*"), of which 36,035,909 shares are issued and outstanding, consisting of 3,000,000 shares of Series A Preferred Stock, 3,000,048 shares of Series B Preferred Stock, 11,443,750 shares of Series C Preferred Stock, 6,943,618 shares of Series D Preferred Stock and 11,648,493 shares of Series E Preferred Stock.

B. Lexar Delaware was incorporated on January 11, 2000. Its authorized capital stock consists of one thousand shares of common stock, par value \$0.0001 per share ("*Lexar Delaware Common Stock*"), all of which are issued and outstanding.

C. The respective Boards of Directors of Lexar California and Lexar Delaware deem it advisable and to the advantage of each of the Constituent Corporations that Lexar California merge with and into Lexar Delaware upon the terms and subject to the conditions set forth in this Merger Agreement for the purpose of effecting a change of the state of incorporation of Lexar California from California to Delaware.

D. The Boards of Directors and the requisite number of shares of each class of stock of each of the Constituent Corporations have approved this Merger Agreement.

NOW, THEREFORE, the parties do hereby adopt the plan of reorganization set forth in this Merger Agreement and do hereby agree that Lexar California shall merge with and into Lexar Delaware on the following terms, conditions and other provisions:

1. Merger and Effective Time. At the Effective Time, as defined below, Lexar California shall be merged with and into Lexar Delaware (the "*Merger*"), and Lexar Delaware shall be the surviving corporation of the Merger (the "*Surviving Corporation*"). The Merger shall become effective on August 11, 2000 when a duly executed copy of this Merger Agreement, along with all required officers' certificates, is filed with the Secretary of State of the State of California with the Secretary of State of the State of Delaware (the "*Effective Time*").

2. Effect of Merger. At the Effective Time, the separate corporate existence of Lexar California shall cease, the corporate identity, existence, powers, rights and immunities of Lexar Delaware as the Surviving Corporation shall continue unimpaired by the Merger, and Lexar Delaware shall succeed to and shall possess all the assets, properties, rights, privileges,