

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cygnal Integrated Products, Inc.		12/10/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Silicon Labs CP, Inc.
Street Address:	7000 W. William Cannon Drive, Bldg. 2, Suite 210
City:	Austin
State/Country:	TEXAS
Postal Code:	78735
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 9		
Property Type	Number	Word Mark
Serial Number:	75792243	C CYGNAL INTEGRATED PRODUCTS
Serial Number:	75792240	CYGNAL
Serial Number:	75792244	CYGNAL.COM
Serial Number:	76431071	C
Registration Number:	2731014	CYGNAL C
Registration Number:	2625607	C
Registration Number:	2727881	CAPTURE COMPUTE COMMUNICATE
Registration Number:	2599363	CAPTURE COMPUTE COMMUNICATE
Registration Number:	2720766	CAPTURE COMPUTE COMMUNICATE

CORRESPONDENCE DATA	
Fax Number:	(512)536-4598
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	512.474.5201
Email:	aotrademark@fulbright.com
Correspondent Name:	L. Alison Davis
Address Line 1:	600 Congress Ave., Suite 2400

OP \$240.00 75792243

Address Line 4: Austin, TEXAS 78701

ATTORNEY DOCKET NUMBER:

SLAB:022/10315778

NAME OF SUBMITTER:

L. Alison Davis

Total Attachments: 5

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# Delaware

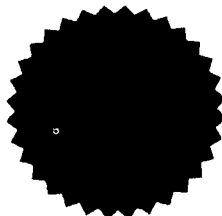
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*The First State*

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 MERGER, WHICH MERGES:

"HOMESTEAD ENTERPRISES, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "CYGNAL INTEGRATED PRODUCTS, INC." UNDER THE  
NAME OF "CYGNAL INTEGRATED PRODUCTS, INC.", A CORPORATION  
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,  
AS RECEIVED AND FILED IN THIS OFFICE THE TENTH DAY OF DECEMBER,  
A.D. 2003, AT 2:18 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.



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

2998433 8100M

AUTHENTICATION: 2800734

030793315

DATE: 12-10-03

TRADEMARK  
REEL: 002806 FRAME: 0832

CERTIFICATE OF MERGER

OF

HOMESTEAD ENTERPRISES, INC.,  
a Delaware corporation,

with and into

CYGNAL INTEGRATED PRODUCTS, INC.,  
a Delaware corporation,

Pursuant to Section 251 of the  
Delaware General Corporation Law

CYGNAL INTEGRATED PRODUCTS, INC., a corporation organized and existing pursuant to the General Corporation Law of the State of Delaware (the "DGCL"), does hereby certify that:

1. The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") are as follows:

CYGNAL INTEGRATED PRODUCTS, INC. was incorporated in the State of Delaware pursuant to the DGCL ("Target"); and

HOMESTEAD ENTERPRISES, INC. was incorporated in the State of Delaware pursuant to the DGCL ("Merger Sub").

2. An Agreement and Plan of Reorganization dated as of September 25, 2003 by and among Silicon Laboratories Inc., Merger Sub and Target (the "Reorganization Agreement"), providing for the merger of Merger Sub with and into Target (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

3. Target shall be the surviving corporation in the Merger (the "Surviving Corporation").

4. As of the Effective Time, the Certificate of Incorporation of the Surviving Corporation shall be amended and restated to read in its entirety as attached hereto as Exhibit A.

5. The executed Reorganization Agreement is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is:

7000 W. William Cannon Drive  
Bldg 2, Suite 210  
Austin, Texas 78735

6. A copy of the Reorganization Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

7. The Merger shall become effective immediately upon the filing of this Certificate of Merger with the Secretary of State of Delaware in accordance with Sections 251, 103 and 228 of the DGCL (the "Effective Time").

The undersigned declares under penalty of perjury that the matters set forth herein are true and correct of his own knowledge.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Merger to be duly executed as of this 10th day of December, 2003.

CYGNAL INTEGRATED PRODUCTS, INC.

By: Donnell C. Cohen  
Name: DONNELL C. COHEN  
Title: PRESIDENT / CEO

Exhibit A

**Amended and Restated Certificate of Incorporation  
of  
Silicon Labs CP, Inc.**

**ARTICLE I.**

The name of this corporation is Silicon Labs CP, Inc.

**ARTICLE II.**

The address of the registered office of the corporation in the State of Delaware is Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware, and the name of the registered agent at that address is The Corporation Trust Company.

**ARTICLE III.**

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

**ARTICLE IV.**

The name of the corporation's incorporator is Bryan C. Barksdale, and the incorporator's mailing address is 111 Congress Avenue, Suite 1700, Austin, Texas 78701.

**ARTICLE V.**

This corporation is authorized to issue one class of stock to be designated "Common Stock." The total number of shares of Common Stock which the corporation is authorized to issue is 1,000 shares and each such share shall have a par value of \$0.0001.

**ARTICLE VI.**

A director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (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 Delaware General Corporation Law or (iv) for any transaction from which the director derived any improper personal benefit. If the Delaware General Corporation Law is hereafter amended to authorize corporation action further eliminating or limiting the personal liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Delaware General Corporation Law as so amended.

Any repeal or modification of the foregoing provisions of this Article VI by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

#### ARTICLE VII.

To the fullest extent permitted by applicable law, the corporation is authorized to provide indemnification of (and advancement of expenses to) agents of the corporation (and any other persons to whom Delaware 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 Section 145 of the Delaware General Corporation Law, subject only to the limits created by applicable Delaware law (statutory or non-statutory), with respect to actions for breach of duty to the corporation, its stockholders, and others.

#### ARTICLE VIII.

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred on stockholders herein are granted subject to this reservation.

#### ARTICLE IX.

Election of directors need not be by written ballot unless the Bylaws of the corporation shall so provide.

#### ARTICLE X.

The number of directors which shall constitute the whole Board of Directors shall be fixed from time to time by, or in the manner provided in, the Bylaws or in an amendment thereof duly adopted by the Board of Directors or by the stockholders.

#### ARTICLE XI.

Meetings of stockholders may be held within or without the State of Delaware, as the Bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the corporation.

#### ARTICLE XII.

Except as otherwise provided in this Certificate of Incorporation, in furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the corporation.

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