

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/19/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ikanos Communications		09/19/2005	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Ikanos Communications, Inc.
Street Address:	47669 Fremont Boulevard
City:	Fremont
State/Country:	CALIFORNIA
Postal Code:	94538
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 8**

Property Type	Number	Word Mark
Serial Number:	78358704	VLR
Serial Number:	78614188	FIBER FAST
Registration Number:	2778190	IKANOS COMMUNICATIONS
Registration Number:	2789158	IKANOS COMMUNICATIONS
Registration Number:	2765217	SMARTLEAP
Registration Number:	2767704	CLEVERCONNECT
Registration Number:	2976794	IKANOS PROGRAMMABLE OPERATING SYSTEM
Registration Number:	2972643	SMART SILICON FOR PROFITABLE BROADBAND

**CORRESPONDENCE DATA**

Fax Number: (650)493-6811  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 650-493-9300  
 Email: sschor@wsgr.com

CH \$215.00 78358704

Correspondent Name: Aaron Hendelman/WILSON SONSINI ET AL  
Address Line 1: 650 Page Mill Road  
Address Line 4: Palo Alto, CALIFORNIA 94304-1050

ATTORNEY DOCKET NUMBER:	21980-900
NAME OF SUBMITTER:	Aaron D. Hendelman
Signature:	/Aaron D. Hendelman/
Date:	01/12/2006

Total Attachments: 4  
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source=temp#page4.tif

*Delaware*

*The First State*

Ikanos  
Communications  
Mkg Mats.

PAGE 1

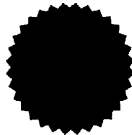
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"IKANOS COMMUNICATIONS", A CALIFORNIA CORPORATION,  
WITH AND INTO "IKANOS COMMUNICATIONS, INC." UNDER THE NAME OF "IKANOS COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF SEPTEMBER, A.D. 2005, AT 3:09 O'CLOCK P.M.

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

3807669 8100M

050764864



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4166166

DATE: 09-19-05

TRADEMARK  
REEL: 003226 FRAME: 0949

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 03:13 PM 09/19/2005  
FILED 03:09 PM 09/19/2005  
SRV 050764864 - 3807669 FILE

**CERTIFICATE OF MERGER**  
**OF**  
**IKANOS COMMUNICATIONS, A CALIFORNIA CORPORATION**  
**with and into**  
**IKANOS COMMUNICATIONS, INC., A DELAWARE CORPORATION**  
**Under Section 252 of the General Corporation Law of the State of Delaware**

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, as amended, Ikanos Communications, Inc., a Delaware corporation ("Ikanos"), hereby certifies to the following information relating to the merger of Ikanos Communications, a California corporation ("Ikanos California"), with and into Ikanos (the "Merger").

1. The name and the state of incorporation of each of the constituent corporations in the Merger are:

- a) Ikanos Communications, a California corporation; and
- b) Ikanos Communications, Inc., a Delaware corporation.

2. An Agreement and Plan of Merger, effective and dated as of September 19, 2005 by and between Ikanos and Ikanos California, and attached hereto as Exhibit A ("Merger Agreement"), setting forth the terms and conditions of such Merger, has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations pursuant to subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.

3. The Merger and Merger Agreement have been approved, adopted, certified and/or executed and acknowledged by Ikanos California in accordance with the General Corporation Law of the State of California (the "CGCL"). The authorized capital stock of Ikanos California immediately prior to the time this Certificate is duly filed with the Secretary of State of the State of Delaware is: 247,450,000 shares of Common Stock, no par value, and 190,124,000 shares of Preferred Stock, no par value. 4,167,000 of the shares of Preferred Stock are designated as Series A Preferred Stock, 8,223,000 of the shares of Preferred Stock are designated as Series B Preferred Stock, 45,300,000 of the shares of Preferred Stock are designated as Series C Preferred Stock, 104,000,000 of the shares of Preferred Stock are designated as Series D Preferred Stock, and 28,434,000 of the shares of Preferred Stock are designated as Series E Preferred Stock. The total number of outstanding shares of Ikanos California Common Stock entitled to vote on the Merger and Merger Agreement is 23,465,860. The total number of outstanding shares of Ikanos California Preferred Stock entitled to vote on the Merger and Merger Agreement is 182,880,497. The total number of outstanding shares of Ikanos Common Stock entitled to vote on the Merger and Merger Agreement is 1,000. The Merger and Merger Agreement were approved by a vote of the holders of a sufficient number of shares of each class of Ikanos California capital to meet or exceed the vote required to approve the Merger and Merger Agreement under the CGCL.

4. The name of the surviving corporation is: Ikanos Communications, Inc. ("Surviving Corporation").

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5. The Certificate of Incorporation, as amended, of Ikanos, as it exists immediately prior to the time this Certificate is duly filed with the Secretary of State of the State of Delaware, shall be the Certificate of Incorporation of the Surviving Corporation and thereafter may be amended in accordance with its terms and as provided by law.

6. An executed Merger Agreement is on file at an office of the Surviving Corporation, which is located at 47669 Fremont Boulevard, Fremont, CA 94538.

7. A copy of the Merger Agreement shall be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Ikanos or Ikanos California.

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IN WITNESS WHEREOF, Ikanos Communications, Inc., a Delaware corporation, has caused this Certificate to be signed by Rajesh Vashist, its authorized officer, on the 19th day of September 2005.

**IKANOS COMMUNICATIONS, INC.,**  
a Delaware corporation

By: /s/ Rajesh Vashist  
Name: Rajesh Vashist  
Title: President & Chief Executive Officer

ATTEST:

By: /s/ Arthur F. Schneiderman  
Name: Arthur F. Schneiderman  
Title: Secretary

**IKANOS COMMUNICATIONS,**  
a California corporation

By: /s/ Rajesh Vashist  
Name: Rajesh Vashist  
Title: President & Chief Executive Officer

ATTEST:

By: /s/ Arthur F. Schneiderman  
Name: Arthur F. Schneiderman  
Title: Secretary

RECORDED: 01/12/2006

TRADEMARK  
REEL: 003226 FRAME: 0952