

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
First Silicon Solutions, Inc.		12/21/2005	an Oregon corporation:

RECEIVING PARTY DATA

Name:	MIPS Technologies, Inc.
Street Address:	1225 Charleston Road
City:	Mountain View
State/Country:	CALIFORNIA
Postal Code:	94043
Entity Type:	a Delaware corporation:

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Registration Number:	2784197	CLAM
Registration Number:	2675182	FS2 FIRST SILICON SOLUTIONS
Registration Number:	2693442	FS2 NAVIGATOR
Registration Number:	2707151	OCI
Serial Number:	78108594	FS2 BLACKBOX

CORRESPONDENCE DATA

Fax Number: (415)576-0300
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 415.576.0200
 Email: mls@townsend.com
 Correspondent Name: Mary L. Shapiro/ Townsend and Townsend
 Address Line 1: Two Embarcadero Center
 Address Line 2: 8th Floor
 Address Line 4: San Francisco, CALIFORNIA 94111

CH \$140.00 2784197

ATTORNEY DOCKET NUMBER:	018338 FIRST SILICON
NAME OF SUBMITTER:	Mary L. Shapiro
Signature:	/Mary L. Shapiro/
Date:	01/19/2006
Total Attachments: 5 source=fs2 merger#page1.tif source=fs2 merger#page2.tif source=fs2 merger#page3.tif source=fs2 merger#page4.tif source=fs2 merger#page5.tif	

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 OWNERSHIP, WHICH MERGES:

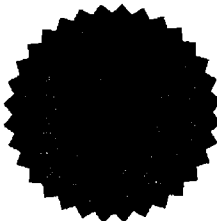
"FIRST SILICON SOLUTIONS, INC.", A OREGON CORPORATION, WITH AND INTO "MIPS TECHNOLOGIES, INC." UNDER THE NAME OF "MIPS TECHNOLOGIES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2005, AT 9:10 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:59 O'CLOCK P.M.

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

2300053 8100M

051056107



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4406348

DATE: 12-28-05

TRADEMARK

REEL: 003230 FRAME: 0727

CERTIFICATE OF OWNERSHIP AND MERGER
MERGING
FIRST SILICON SOLUTIONS, INC.
(an Oregon corporation)
INTO
MIPS TECHNOLOGIES, INC.
(a Delaware corporation)

Pursuant to Section 253 of the General Corporation Law
of the State of Delaware

John Bourgoïn hereby certifies that:

1. He is the President of MIPS Technologies, Inc., a Delaware corporation (the "Company").
2. The Company owns all of the outstanding shares of capital stock of First Silicon Solutions, Inc., a corporation incorporated under the laws of Oregon.
3. The Board of Directors of the Company duly approved and adopted the following resolutions pursuant to an action by unanimous written consent dated December 16, 2005:

WHEREAS, the Company owns one hundred percent (100%) of the issued and outstanding shares of the capital stock of First Silicon Solutions, Inc., an Oregon corporation ("FS2"), and the Company's Board of Directors has determined it to be in the best interests of the Company to merge FS2 with and into the Company in a statutory form merger ("FS2 Merger") pursuant to the provisions of Section 253 of the Delaware General Corporation Law (the "DGCL") and Section 60.491 of the Oregon Revised Statutes (the "ORS"), with the Company to be the surviving corporation of such FS2 Merger;

NOW, THEREFORE BE IT RESOLVED, that the FS2 Merger and Plan of Merger in substantially the form attached hereto as Exhibit A are hereby approved, and that pursuant to Section 253 of the DGCL and Section 60.491 of the ORS, the Company shall merge FS2 with and into the Company, with the Company being the surviving corporation of such FS2 Merger, and upon the effectiveness of such FS2 Merger, the Company will acquire all of the assets and properties and assume all of the liabilities and obligations of FS2;

RESOLVED, FURTHER, that, in order to carry out the FS2 Merger, the appropriate officers of the Company are hereby authorized and directed, on behalf of the Company, to cause the Company to execute, deliver and file a Certificate of Ownership and Merger with the Delaware Secretary of State and Articles of Merger and Plan of Merger with the Oregon Secretary of State, and to execute, deliver and file such additional documents or perform such other acts as are determined to be necessary or appropriate to carry out the FS2 Merger of FS2 with and into the Company as described above; and

RESOLVED, FURTHER, that the officers of the Company, and each of them with full authority to act without the others, are hereby authorized and directed to take such further actions, and to execute and deliver such further documents, as they may deem to be

necessary, advisable or appropriate to carry into effect the purposes and intent of the foregoing resolutions.

4. The merger shall become effective on December 31, 2005 at 11:59 p.m. Eastern Standard Time.

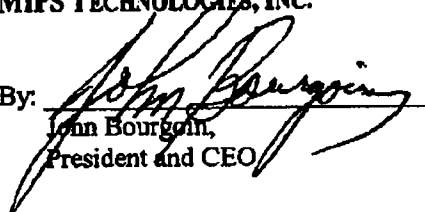
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IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer as of December 21, 2005.

MIPS TECHNOLOGIES, INC.

By:


John Bourgois,
President and CEO

[SIGNATURE PAGE TO MIPS TECHNOLOGIES, INC. CERTIFICATE OF OWNERSHIP AND MERGER - DELAWARE]

22622/00600/DOCS/1581745.1

TRADEMARK

REEL: 003230 FRAME: 0730

Exhibit A

**PLAN OF MERGER OF
FIRST SILICON SOLUTIONS, INC.
WITH AND INTO
MIPS TECHNOLOGIES, INC.**

The following Plan of Merger is filed as an attachment to the Articles of Merger pursuant to ORS 60.491 by MIPS Technologies, Inc., a Delaware corporation (the "*Company*"), the surviving corporation in the merger of First Silicon Solutions, Inc., an Oregon corporation and wholly owned subsidiary of the Company ("*FS2*"), with and into the Company.

1. The Merger; Effective Time. The separate existence of FS2 shall cease and FS2 shall be merged with and into the Company (the "*Merger*"), and the Company shall be the surviving corporation of the Merger (the "*Surviving Corporation*"), and shall continue to be governed by the laws of the state of Delaware. The "*Effective Time*" shall be December 31, 2005 at 11:59 p.m. Eastern Standard Time, pursuant to ORS 60.011 and notwithstanding the actual date and time of the filing with the Oregon Secretary of State of the Articles of Merger.
2. Retirement of the Subsidiary Common Stock. Each share of Common Stock of FS2 that is issued and outstanding at the Effective Time will by virtue of the Merger and without the need for any further action on the part of the holder thereof, be automatically retired and cancelled at the Effective Time.
3. Assumption of the Subsidiary Assets and Liabilities. By virtue of the Merger and at the Effective Time, the Surviving Corporation, shall acquire all of the assets and properties of FS2, and shall assume all of the liabilities and obligations of FS2.
4. Effect of Merger.
 - (a) The Certificate of Incorporation of the Company, together with any amendments thereto, as in effect at the Effective Time shall continue in full force and effect as the Certificate of the Surviving Corporation.
 - (b) The Bylaws of the Company as in effect at the Effective Time shall continue in full force and effect as the Bylaws of the Surviving Corporation.
 - (c) The members of the Board of Directors of the Company as of the Effective Time shall continue as the members of the Board of Directors of the Surviving Corporation.
 - (d) The officers of the Company as of the Effective Time shall continue as the officers of the Surviving Corporation.

[END OF DOCUMENT]

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