

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/16/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ARRIS Group, Inc.		04/16/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	ARRIS Enterprises, Inc.
Street Address:	3871 Lakefield Drive
City:	Suwanee
State/Country:	GEORGIA
Postal Code:	30024
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 31

Property Type	Number	Word Mark
Registration Number:	4254343	ARRIS
Registration Number:	2841375	ARRIS
Registration Number:	4120355	
Registration Number:	4040651	
Registration Number:	2971140	
Registration Number:	4051711	ARRIS
Registration Number:	3330861	C3
Registration Number:	3542646	CHP MAX5000
Registration Number:	4196842	CORWAVE
Registration Number:	3330904	D5
Registration Number:	3108908	DIGICON
Serial Number:	85539064	E6000
Registration Number:	3388651	EGT

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Registration Number:	3391663	EGT
Registration Number:	3640127	EGT VIPR
Registration Number:	3277009	ENCORE
Registration Number:	3294748	FLEXPATH
Registration Number:	4104918	FTTMAX
Registration Number:	3364216	HEMI
Registration Number:	1876326	MONARCH
Registration Number:	3923506	MOXI
Registration Number:	3202460	MOXI
Registration Number:	3259011	MOXI
Registration Number:	3320255	QUARTET
Registration Number:	1458155	REGAL
Registration Number:	3313353	SUPERTICKER
Registration Number:	3069613	TOUCHSTONE
Serial Number:	85345826	TRANS MAX
Serial Number:	85138796	ARRIS
Serial Number:	85768925	VIPR
Serial Number:	85154653	C4

CORRESPONDENCE DATA

Fax Number: 6784738095
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Phone: 678-473-8593
Email: denise.motley@arrisi.com
Correspondent Name: ARRIS Group, Inc.
Address Line 1: 3871 Lakefield Drive
Address Line 4: Suwanee, GEORGIA 30024

ATTORNEY DOCKET NUMBER:	MERGER
NAME OF SUBMITTER:	Denise Motley
Signature:	/Denise Motley/
Date:	04/16/2013

Total Attachments: 4
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TRADEMARK

Delaware

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The First State

I, JEFFREY W. BULLOCK, 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:

"ARRIS ENTERPRISES II, INC.", A DELAWARE CORPORATION, WITH AND INTO "ARRIS GROUP, INC." UNDER THE NAME OF "ARRIS ENTERPRISES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF APRIL, A.D. 2013, AT 11:26 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE SIXTEENTH DAY OF APRIL, A.D. 2013, AT 12:01 O'CLOCK A.M.

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

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0359254

DATE: 04-15-13

You may verify this certificate online
at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 005007 FRAME: 0969

CERTIFICATE OF MERGER

of

ARRIS ENTERPRISES II, INC.
(a Delaware corporation)

with

ARRIS GROUP, INC.
(a Delaware corporation)

April 15, 2013

In accordance with Section 251(g) of the Delaware General Corporation Law (the "DGCL"), the undersigned does hereby certify that:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
ARRIS Group, Inc. ("Parent")	Delaware
Arris Enterprises II, Inc. ("Subsidiary")	Delaware

SECOND: Subsidiary is an indirect, wholly-owned subsidiary of Parent.

THIRD: Parent will be the surviving corporation in the merger.

FOURTH: The name of the surviving corporation will be "ARRIS Group, Inc." which will be a Delaware corporation (the "Surviving Corporation").

FIFTH: On April 15, 2013, an Agreement and Plan of Merger (the "Agreement") by and among the parties to the merger and Arris Enterprises I, Inc. a Delaware corporation and a direct, wholly-owned subsidiary of Parent ("Holdco") was duly approved, adopted, certified, executed and acknowledged by each of the constituent corporations and Holdco in accordance with the requirements of Section 251(g) of the DGCL.

SIXTH: The Certificate of Incorporation of Parent shall be the Certificate of Incorporation of the Surviving Corporation; provided, however, that from and after the effective time of the merger:

1. Article FIRST of the Certificate of Incorporation shall be amended in its entirety to read as follows:
 - a) "FIRST: The name of the corporation (hereinafter called the "corporation") is ARRIS Enterprises, Inc."
2. Article FOURTH of the Certificate of Incorporation shall be amended in its entirety to read as follows:

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- a) "FOURTH: The number of shares the corporation is authorized to issue is One Thousand (1,000) shares of capital stock, par value \$0.001, all of which shall be designated "Common Stock." Shares of Common Stock shall have identical power, preferences, qualifications, limitations and other rights."

3. A new Article NINTH shall be added thereto as follows:

- a) "NINTH: Any act or transaction by or involving the corporation, other than the election or removal of members of its board of directors, that requires for its adoption under the General Corporation Law of the State of Delaware or this certificate of incorporation the approval of the stockholders of the corporation shall, pursuant to Section 251(g) of the General Corporation Law of the State of Delaware, require, in addition, the approval of the stockholders of Arris Enterprises I, Inc. a Delaware corporation (or any successor by merger), by the same vote as is required by the General Corporation Law of the State of Delaware and/or by this certificate of incorporation."

SEVENTH: The executed Agreement is on file at the principal place of business of the Surviving Corporation, the address of which is 3871 Lakefield Drive #300, Suwanee, GA 30024.

EIGHTH: A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any of the constituent corporations.

NINTH: The Merger shall become effective as of 12:01 a.m. on April 16, 2013.

* * *

IN WITNESS WHEREOF, the undersigned, as the Surviving Corporation, has caused this Certificate of Merger to be executed by its duly authorized officer as of the date first written above.

ARRIS GROUP, INC.

By: 
Name: David Pitt
Title: CEO

{Signature Page to Certificate of Merger}