

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM348842

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	04/28/2015		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vitesse Semiconductor Corporation		04/28/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Microsemi Communications, Inc.		
Street Address:	2711 Centerville Road, Suite 400		
City:	Wilmington		
State/Country:	DELAWARE		
Postal Code:	19808		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Serial Number:	76534321	ACTIPHY	
Serial Number:	85665951	SYNCHROPHY	
Serial Number:	85665945	VERITIME	
Serial Number:	74221981	VITESSE	
Serial Number:	86505117	VITESSE	
Serial Number:	77385769	VSCOPE	
CORRESPONDENCE DATA			
Fax Number:	6173453299		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	617 345 3000		
Email:	trademarks@burnslev.com		
Correspondent Name:	Deborah J. Peckham. Burns & Levinson LLP		
Address Line 1:	125 Summer Street		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	41476.8		
NAME OF SUBMITTER:	Deborah J Peckham		
SIGNATURE:	/Deborah J Peckham/		

CH \$165.00 76534321

DATE SIGNED:	07/21/2015
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Total Attachments: 7

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Delaware

PAGE 1

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:


"LLIU100 ACQUISITION CORP.", A DELAWARE CORPORATION,
WITH AND INTO "VITESSE SEMICONDUCTOR CORPORATION" UNDER THE NAME OF "MICROSEMI COMMUNICATIONS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF APRIL, A.D. 2015, AT 8:40 O'CLOCK A.M.

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

2116556 8100M

150574010




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2327332

DATE: 04-28-15

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

TRADEMARK
REEL: 005582 FRAME: 0579

**CERTIFICATE OF MERGER
FOR THE MERGER OF
LLIU100 ACQUISITION CORP.
WITH AND INTO
VITESSE SEMICONDUCTOR CORPORATION**

April 28, 2015

**Pursuant to Section 251(h) of the
Delaware General Corporation Law**

Pursuant to Section 251(h) of the General Corporation Law of the State of Delaware, as amended (the "DGCL"), Vitesse Semiconductor Corporation (the "Company"), a Delaware corporation, hereby certifies the following information relating to the merger (the "Merger") of LLIU100 Acquisition Corp., a Delaware corporation, with and into the Company:

First: The names and state of incorporation of each of the constituent corporations is as follows:

<u>Name</u>	<u>Jurisdiction</u>
LLIU100 Acquisition Corp.	Delaware
Vitesse Semiconductor Corporation	Delaware

Second: An agreement and plan of merger was entered into by the constituent corporations and has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251(h) of the DGCL.

Third: The name of the surviving corporation of the Merger (the "Surviving Corporation") is Vitesse Semiconductor Corporation, which shall continue its existence as the Surviving Corporation under the name Microsemi Communications, Inc.

Fourth: Upon the effectiveness of the filing of this Certificate of Merger, the Certificate of Incorporation of the Company, as in effect immediately prior to the Merger, shall be amended and restated in its entirety by reason of the Merger to read as set forth in the Amended and Restated Certificate of Incorporation attached hereto as Exhibit A, and as so amended and restated, shall be the Amended and Restated Certificate of Incorporation of the Surviving Corporation until further amended in accordance with the provisions of the DGCL.

Fifth: The executed agreement and plan of merger is on file at the principal office of the Surviving Corporation at One Enterprise, Aliso Viejo, California 92656 and will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

Sixth: The Merger shall become effective immediately upon the filing of this certificate with the Secretary of State of the State of Delaware in accordance with Section 251 and Section 103 of the DGCL.

[Signature Page Follows]

IN WITNESS WHEREOF, Vitesse Semiconductor Corporation has caused this Certificate of Merger to be executed in its corporate name on the date first indicated above.

VITESSE SEMICONDUCTOR CORPORATION

By: Martin J. McDermut
Name: MARTIN J. McDERMUT
Title: SVP, FINANCE, CFO, Secretary

Exhibit A

**RESTATED CERTIFICATE OF INCORPORATION
OF
MICROSEMI COMMUNICATIONS, INC.**

ARTICLE I

The name of this corporation is Microsemi Communications, Inc. (the "Corporation").

ARTICLE II

The address of the registered office of the Corporation in the State of Delaware and the County of New Castle is 2711 Centerville Road, Suite 400 Wilmington, Delaware 19808 and the name of the registered agent at that address is Corporation Service 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 (the "DGCL") as the same exists or may hereafter be amended.

ARTICLE IV

This Corporation is authorized to issue one class of stock to be designated "Common Stock." The total number of shares which the Corporation is authorized to issue is One Thousand (1,000) shares, all of which shall be Common Stock, par value \$0.001 per share.

ARTICLE V

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE VI

Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation.

ARTICLE VII

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 upon stockholders herein are granted subject to this reservation.

ARTICLE VIII

(a) To the fullest extent permitted by the DGCL, as the same exists or may hereafter be amended, 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.

(b) The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact the he, his testator or intestate is or was a director, officer or employee of the Corporation or any predecessor of the Corporation or serves or served at any other enterprise as a director, officer or employee at the request of the Corporation or any predecessor to the Corporation.

(c) Neither any amendment nor repeal of this Article VIII, nor the adoption of any provision of this Corporation's Certificate of Incorporation inconsistent with this Article VIII, shall eliminate or reduce the effect of this Article VIII in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article VIII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.