

01-28-2000

FORM PTO-1594

1-31-92

MRD 12.27.99



U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

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To the Honorable Commissioner of Patents and T

ents or copy thereof.

1. Name of conveying party(ies):

C-Cor Royalty Corporation

- Individual(s)
- General Partnership
- Corporation-Delaware
- Other _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

Execution Date: July 28, 1999

2. Name and address of receiving party(ies):

Name: Broadband Royalty Corporation

Address: 1105 North Market Street, Suite 1300
P.O. Box 8985
Wilmington, Delaware 19899

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/424,978
75/141,870
75/369,439
75/141,869

B. Trademark registration No.(s)

798,053
1,833,131
1,884,750
2,121,998
2,178,899
2,145,079

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

David J. Kera
OBLON, SPIVAK, McCLELLAND, MAIER & NEUSTADT, P.C.
Attorneys at Law
Fourth Floor
1755 Jefferson Davis Highway
Arlington, Virginia 22202

OSMMN Ref: 2884-000-21

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): \$ 265.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 15-0030
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David J. Kera

Name of Person Signing

David J. Kera

Signature

December 27, 1999

Date

Total number of pages including cover sheet, attachments, and document: 9

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

01/28/2000 DCOATES 00000077 75424978

Commissioner of Patents and Trademarks
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Washington, D.C. 20231

01 FC:481
02 FC:482

40.00 OP
225.00 OP

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TRADEMARK
REEL: 002012 FRAME: 0776

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "BROADBAND ROYALTY CORPORATION" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF INCORPORATION, FILED THE THIRTEENTH DAY OF SEPTEMBER, A.D. 1988, AT 10 O'CLOCK A.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-SIXTH DAY OF JULY, A.D. 1993, AT 9 O'CLOCK A.M.

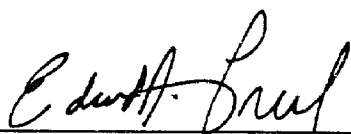
CERTIFICATE OF AMENDMENT, FILED THE FIRST DAY OF JULY, A.D. 1994, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "C-COR ROYALTY CORPORATION" TO "BROADBAND ROYALTY CORPORATION", FILED THE TWENTY-EIGHTH DAY OF JULY, A.D. 1999, AT 4:30 O'CLOCK P.M.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0013340

DATE: 10-07-99

TRADEMARK

REEL: 002012 FRAME: 0777

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Spencer White
SECRETARY OF STATE

21723-23

CERTIFICATE OF INCORPORATION
OF
C-COR ROYALTY CORPORATION

1. The name of the corporation is C-COR ROYALTY CORPORATION.

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

3. The nature of the business or purposes to be conducted or promoted is:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

4. The total number of shares of stock which the corporation shall have authority to issue is One Hundred (100) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to One Hundred Dollars (\$100.00).

5A. The name and mailing address of each incorporator is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
D. A. Hampton	Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801
S. J. Queppet	Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801
K. L. Husfelt	Corporation Trust Center 1209 Orange Street Wilmington, Delaware 19801

5B. The name and mailing address of each person, who is to serve as a director until the first annual meeting of the stockholders or until a successor is elected and qualified, is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Richard Perry	60 Decibel Road State College, PA 16801
Jack Andrews	60 Decibel Road State College, PA 16801
James Wonn	60 Decibel Road State College, PA 16801

6. The corporation is to have perpetual existence.

7. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized:

To make, alter or repeal the by-laws of the corporation.

8. Elections of directors need not be by written ballot unless the by-laws of the corporation shall so provide.

Meetings of stockholders may be held within or without the State of Delaware, as the by-laws 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 by-laws of the corporation.

9. 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.

WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 13th day of September, 1988.



D. A. Hampton



S. J. Queppet



K. L. Husfelt

**CERTIFICATE OF
CHANGE OF LOCATION**
of Registered Office
and/or Registered Agent

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/26/1993
932095053 - 2172323

▶ The Board of Directors of C-COR ROYALTY CORPORATION
a Corporation of Delaware, on this eleventh day of May, A.D. 19 93
do hereby resolve and order that the location of the Registered Office of this Corporation within this State be
and the same hereby is 1105 N. MARKET STREET, SUITE 1300 Street.
in the City of WILMINGTON, County of NEW CASTLE Zip Code 19801 19899

▶ The name of the Registered Agent therein and in charge thereof upon whom process against this Corporation
may be served, is DELAWARE CORPORATE MANAGEMENT, INC.

▶ C-COR ROYALTY CORPORATION
a Corporation of Delaware, does hereby certify that the foregoing is a true copy of a resolution adopted by the
Board of Directors at a meeting held as herein stated.

▶ IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by its President and Attested
by its Secretary, the 1st day of June, A.D. 19 93

BY: Richard E. Perry
President

ATTEST: J. B. Anderson
Secretary

CERTIFICATE OF AMENDMENT
ACTION BY UNANIMOUS WRITTEN
CONSENT OF SHAREHOLDER

The undersigned, being the sole shareholder of the outstanding shares of stock of C-COR Royalty Corporation, a Delaware corporation (the "Corporation"), pursuant to Section 228 of the Delaware General Corporation Law, does hereby consent to and adopt the following resolutions:

RESOLVED, that the Board of Directors of the Corporation has proposed that it is advisable that the Corporation's Certificate of Incorporation be amended by adding the following provision thereto as Article 19 in accordance with section 242 of Delaware General Corporation Law:

No director of the Corporation shall be personally liable to the Corporation or its stockholders except for (i) 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) any transaction from which the director derived an improper personal benefit.

FURTHER RESOLVED, that the foregoing proposal is hereby approved.

FURTHER RESOLVED, that this Consent be filed with the Secretary of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed this Consent the day and year written below.

C-COR Electronics, Inc.

Date: Nov. 12, 1993

By:

Jack B. Andrews

Jack B. Andrews
Vice President-Finance,
Secretary and Treasurer

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
C-COR Royalty Corporation**

**C-COR Royalty Corporation, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,
DOES HEREBY CERTIFY:**

FIRST: That the Board of Directors of said Corporation, by the unanimous written consent of its members, filed with the minutes of the Board of Directors, adopted resolutions proposing and declaring advisable the following amendment to the Certificate of Incorporation of said Corporation:

RESOLVED, that the Certificate of Incorporation of C-COR Royalty Corporation be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"The name of the Corporation is Broadband Royalty Corporation."

SECOND: That in lieu of a meeting and vote of the Shareholder, the Shareholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by GEORGE M. SAVERENO, its President and Treasurer, this 27th day of July, 1999.

C-COR Royalty Corporation

By: George M. Savereno
GEORGE M. SAVERENO
President and Treasurer

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