

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/28/2006

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Qspeed Semiconductor Inc.		06/06/2006	CORPORATION: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Qspeed Semiconductor Inc.
Street Address:	3970 Freedom Circle
City:	Santa Clara
State/Country:	CALIFORNIA
Postal Code:	95054
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 3**

Property Type	Number	Word Mark
Registration Number:	2905178	POWERJFET
Registration Number:	2817788	LOVOLTECH
Registration Number:	2821479	LVT

**CORRESPONDENCE DATA**

Fax Number: (650)843-4001  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 650-843-4000  
 Email: agray@morganlewis.com  
 Correspondent Name: Andrew J. Gray IV  
 Address Line 1: 2 Palo Alto Square, Suite 700  
 Address Line 4: Palo Alto, CALIFORNIA 94306

ATTORNEY DOCKET NUMBER:	065860.0000
NAME OF SUBMITTER:	Andrew J. Gray IV

CH \$90.00 2905178

Signature:

/ajg/

Date:

01/11/2007

Total Attachments: 3

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**CERTIFICATE OF MERGER**

**OF**

**QSPED SEMICONDUCTOR INC.,  
a California corporation**

**INTO**

**QSPED SEMICONDUCTOR INC.,  
a Delaware corporation**

(under Section 252 of the Delaware General Corporation Law)

It is hereby certified that:

**FIRST:** The name and state of incorporation of each of the constituent business corporations participating in the merger herein certified are as follows:

(i) Qspeed Semiconductor Inc., which is incorporated under the laws of the State of California ("Qspeed Semiconductor-California") and

(ii) Qspeed Semiconductor Inc., which is incorporated under the laws of the State of Delaware ("Qspeed Semiconductor-Delaware").

**SECOND:** An Agreement and Plan of Merger dated as of June 6, 2006 (the "Agreement of Merger") between Qspeed Semiconductor-California and Qspeed Semiconductor-Delaware has been approved, adopted, certified, executed and acknowledged by each of the aforesaid constituent corporations in accordance with subsection (c) of Section 252 of the General Corporation Law of the State of Delaware: to wit, by Qspeed Semiconductor-California in accordance with the laws of the State of its incorporation and by Qspeed Semiconductor-Delaware in the same manner as is provided in Section 252 of the General Corporation Law of the State of Delaware.

**THIRD:** The surviving corporation in the merger herein certified shall be Qspeed Semiconductor-Delaware, which will, upon effectiveness of the merger, continue its existence as said surviving corporation under the name "Qspeed Semiconductor Inc." upon the effective date of said merger pursuant to the provisions of the General Corporation Law of the State of Delaware

**FOURTH:** The Certificate of Incorporation, as amended and restated, of Qspeed Semiconductor-Delaware shall continue to be the Certificate of Incorporation of said surviving corporation without change or amendment until further amended in accordance with the provisions of the General Corporation Law of the State of Delaware.

**FIFTH:** The executed Agreement of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving

corporation. The address of the principal place of business of the surviving corporation is 3970 Freedom Circle, Suite 101, Santa Clara, CA 95054.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

SEVENTH: The authorized capital stock of Qspeed Semiconductor-California consists of (a) 71,000,000 shares of Common Stock, no par value, and (b) 54,100,000 shares of Preferred Stock, no par value

*[Remainder of Page Intentionally Left Blank]*

Dated: June 6, 2006.

QSPEED SEMICONDUCTOR INC.,  
a California corporation

By: /s/ BOB RICHARDSON  
Name: Bob Richardson  
Title: Chairman of the Board

ATTEST:

/s/ SIMON CHOU  
Name: Simon Chou  
Title: Secretary

QSPEED SEMICONDUCTOR INC ,  
a Delaware corporation

By: /s/ BOB RICHARDSON  
Name: Bob Richardson  
Title: Chairman of the Board

ATTEST:

/s/ SIMON CHOU  
Name: Simon Chou  
Title: Secretary

[SIGNATURE PAGE TO CERTIFICATE OF MERGER]

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