

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/29/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
4520807 Canada, Inc.		06/29/2009	CORPORATION: CANADA

RECEIVING PARTY DATA

Name:	IDT Canada Holdings, Inc.
Street Address:	450 March Road
Internal Address:	500
City:	Kanata, Ontario
State/Country:	CANADA
Postal Code:	K2K 3K2
Entity Type:	CORPORATION: CANADA

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	2120764	TUNDRA
Registration Number:	3216926	TUNDRA

CORRESPONDENCE DATA

Fax Number: (650)391-1395
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 6503911380
 Email: DBrodybrown@LRLaw.com
 Correspondent Name: Dana Brody-Brown of Lewis and Roca LLP
 Address Line 1: 2440 W. El Camino Real, 6th Floor
 Address Line 4: Mountain View, CALIFORNIA 94040

ATTORNEY DOCKET NUMBER:	50309-TUNDRA/TB
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DOMESTIC REPRESENTATIVE

900178996

**TRADEMARK
 REEL: 004435 FRAME: 0213**

CH \$65.00 2120764

Name:
Address Line 1:
Address Line 2:
Address Line 3:
Address Line 4:

NAME OF SUBMITTER:	Dana Brody-Brown
Signature:	/Dana Brody-Brown/
Date:	12/16/2010

Total Attachments: 5

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**Certificate
of Amalgamation**

**Canada Business
Corporations Act**

**Certificat
de fusion**

**Loi canadienne sur
les sociétés par actions**

IDT Canada Holdings Inc.

452444-6

Name of corporation-Dénomination de la société

Corporation number-Numéro de la société

I hereby certify that the above-named corporation resulted from an amalgamation, under section 185 of the *Canada Business Corporations Act*, of the corporations set out in the attached articles of amalgamation.

Je certifie que la société susmentionnée est issue d'une fusion, en vertu de l'article 185 de la *Loi canadienne sur les sociétés par actions*, des sociétés dont les dénominations apparaissent dans les statuts de fusion ci-joints.

Richard G. Shaw
Director - Directeur

June 29, 2009 / le 29 juin 2009

Date of Amalgamation - Date de fusion



Industry Canada Industrie Canada

Canada Business Corporations Act (CBCA) Loi canadienne sur les sociétés par actions (LCSA)

**FORM 9
ARTICLES OF AMALGAMATION
(SECTION 185)**

**FORMULAIRE 9
STATUTS DE FUSION
(ARTICLE 185)**

Form 9

1 - Name of the Amalgamated Corporation
IDT Canada Holdings Inc. Dénomination sociale de la société issue de la fusion

2 - The province or territory in Canada where the registered office is to be situated (do not indicate the full address)
Ontario La province ou le territoire au Canada où sera situé le siège social (n'indiquez pas l'adresse complète)

3 - The classes and any maximum number of shares that the corporation is authorized to issue.
See attached Schedule A. Catégories et tout nombre maximal d'actions que la société est autorisée à émettre

4 - Restrictions, if any, on share transfers
See attached Schedule B. Restrictions sur le transfert des actions, s'il y a lieu

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes)
Minimum: Maximum: Nombre minimal et maximal d'administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases)
Minimal: Maximal:

6 - Restrictions, if any, on business the corporation may carry on
None. Limites imposées à l'activité commerciale de la société, s'il y a lieu

7 - Other provisions, if any
See attached Schedule C. Autres dispositions, s'il y a lieu

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows:
 183 184(1) 184(2) La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après

9 - Declaration: I hereby certify that I am a director or an officer of the corporation. Déclaration: J'atteste que je suis un administrateur ou un dirigeant de la société.

Name of the amalgamating corporations Dénomination sociale des sociétés fusionnantes	Corporation No. N° de la société	Signature
IDT Canada Inc.	452103-0	
4440471 Canada Inc.	444047-1	
Tundra Semiconductor Corporation	436241-1	
4520807 Canada Inc.	452080-7	
IDT Canada Holdings Inc.	452099-8	
Riolab Corporation	654290-5	

Note:
Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Note:
Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).





Industry Canada Industrie Canada

Canada Business Corporations Act (CBCA) Loi canadienne sur les sociétés par actions (LCSA)

FORM 9 ARTICLES OF AMALGAMATION (SECTION 186)

FORMULAIRE 9 STATUTS DE FUSION (ARTICLE 186)

Form 9

1 - Name of the Amalgamated Corporation
IDT Canada Holdings Inc. Dénomination sociale de la société issue de la fusion

2 - The province or territory in Canada where the registered office is to be situated (do not indicate the full address) La province ou le territoire au Canada où sera situé le siège social (n'indiquez pas l'adresse complète)

3 - The classes and any maximum number of shares that the corporation is authorized to issue Catégories et tout nombre maximal d'actions que la société est autorisée à émettre

4 - Restrictions, if any, on share transfers Restrictions sur le transfert des actions, s'il y a lieu

5 - Minimum and maximum number of directors (for a fixed number of directors, please indicate the same number in both boxes) Nombre minimal et maximal d'administrateurs (pour un nombre fixe, veuillez indiquer le même nombre dans les deux cases)

Minimum: Maximum: Minimal: Maximal:

6 - Restrictions, if any, on business the corporation may carry on Limites imposées à l'activité commerciale de la société, s'il y a lieu

7 - Other provisions, if any Autres dispositions, s'il y a lieu

8 - The amalgamation has been approved pursuant to that section or subsection of the Act which is indicated as follows: La fusion a été approuvée en accord avec l'article ou le paragraphe de la Loi indiqué ci-après

183 184(1) 184(2)

9 - Declaration: I hereby certify that I am a director or an officer of the corporation. Déclaration: J'affirme que je suis un administrateur ou un dirigeant de la société.

Name of the amalgamating corporations Dénomination sociale des sociétés fusionnantes	Corporation No. N° de la société	Signature
3766446 Canada Inc.	3,7,6,6,4,4,6	

Note: Misrepresentation constitutes an offence and, on summary conviction, a person is liable to a fine not exceeding \$5,000 or to imprisonment for a term not exceeding six months or both (subsection 250(1) of the CBCA).

Note: Faire une fausse déclaration constitue une infraction et son auteur, sur déclaration de culpabilité par procédure sommaire, est passible d'une amende maximale de 5 000 \$ ou d'un emprisonnement maximal de six mois, ou de ces deux peines (paragraphe 250(1) de la LCSA).



IDT CANADA HOLDINGS INC.

Articles of Amalgamation

Schedule A

3. The Corporation is authorized to issue an unlimited number of common shares. The rights, privileges, restrictions and conditions attaching to the common shares are as follows:
- (a) **Payment of Dividends:** The holders of the common shares will be entitled to receive dividends if, as and when declared by the board of directors of the Corporation out of the assets of the Corporation properly applicable to the payment of dividends in such amounts and payable in such manner as the board of directors may from time to time determine. Subject to the rights of the holders of any other class of shares of the Corporation entitled to receive dividends in priority to or concurrently with the holders of the common shares, the board of directors may in its sole discretion declare dividends on the common shares to the exclusion of any other class of shares of the Corporation.
 - (b) **Participation upon Liquidation, Dissolution or Winding Up:** In the event of the liquidation, dissolution or winding up of the Corporation or other distribution of assets of the Corporation among its shareholders for the purpose of winding up its affairs, the holders of the common shares will, subject to the rights of the holders of any other class of shares of the Corporation entitled to receive assets of the Corporation upon such a distribution in priority to or concurrently with the holders of the common shares, be entitled to participate in the distribution. Such distribution will be made in equal amounts per share on all the common shares at the time outstanding without preference or distinction.
 - (c) **Voting Rights:** The holders of the common shares will be entitled to receive notice of and to attend all annual and special meetings of the shareholders of the Corporation and to one vote in respect of each common share held at all such meetings.

Schedule B

4. No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in paragraph 8 hereof.

Schedule C

- 7.1 No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:
- (a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;

- (b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;
- (c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or
- (d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.

7.2 The number of directors within the minimum and maximum number set out in paragraph 5 may be determined from time to time by resolution of the board of directors. Any vacancy among the directors resulting from an increase in the number of directors as so determined may be filled by resolution of the directors.