

2056981

**ARTICLES OF INCORPORATION**

**OF**

**ARCOT SYSTEMS, INC.**

FILED *gkm*  
the office of the Secretary of State  
of the State of California  
SEP 30 1991

*Bill Jones*  
"I HAVE SIGNED"

**ARTICLE I**

The name of the corporation is Arcot Systems, Inc.

**ARTICLE II**

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

**ARTICLE III**

The name and address in the State of California of this corporation's initial agent for service of process is:

B. Natarajan Kausik, Ph.D.  
18079 Reed Knoll Road  
Los Gatos, CA 95030

**ARTICLE IV**

The corporation is authorized to issue only one class of shares of stock, which shall be designated "Common Stock." The total number of such shares which the corporation is authorized to issue is 15,000,000 with a par value of \$.001 per share.

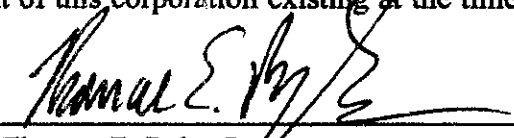
**ARTICLE V**

(a) The liability of directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

(b) The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) through Bylaw provisions, agreements with agents, vote of shareholders or disinterested directors, or otherwise, to the fullest extent permissible under California law.

(c) Any amendment, repeal or modification of any provision of the Article V shall not adversely affect any right or protection of any agent of this corporation existing at the time of such amendment, repeal or modification.

Dated: 9/29, 1997

  
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Thomas E. Pyke, Incorporator