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#### COVER LETTER

TO: Amendment Section Division of Corporations	·
Zhone Technologies, Inc. SUBJECT:	10000000000000000000000000000000000000
Name	e of Corporation
DOCUMENT NUMBER: F0 \$\frac{1}{9}000004036	
The enclosed Amendment and fee are subr	mitted for filing.
Please return all correspondence concerning	ng this matter to the following:
Kim Nishimura	
Name of Contact Person	
DASAN Zhone Solutions, Inc.	
Firm/Company	
7195 Oakport Street	
Address	
Oakland, CA 94621	
City/State and Zip Code	
knishimura@dasanzhone.com	
E-mail address: (to be used for future and	nual report notification)
For further information concerning this ma	atter, please call:
Kim Nishimura	510 777-7387
Name of Contact Person	Area Code & Daytime Telephone Number
Enclosed is a check for the following amou	unt:
\$35.00 Filing Fee Certificate of Stat	& X \$43.75 Filing Fee & Certificate of Status & Certified Copy (Additional copy is enclosed)  \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)
Mailing Address:	Street Address:
Amendment Section Division of Corporations	Amendment Section Division of Corporations
P.O. Box 6327	Clifton Building
Tallahassee, FL 32314	2661 Executive Center Circle

Tallahassee, FL 32301

## PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

#### SECTION I (1-3 MUST BE COMPLETED)

(1-3 MUS	T BE COMPLETED)	<b>1</b> 08
F08000004036		<b>麦</b> 蠶。
(Document numb	er of corporation (if known)	1 表一
1. Zhone Technologies, Inc.		3
(Name of corporation as it appear	rs on the records of the Department of State)	03
2. Delaware	2 September 16, 2008	
(Incorporated under laws of)	3. September 16, 2008  (Date authorized to do busing	ess in Florida)
	ECTION II y the applicable changes)	
4. If the amendment changes the name of the corporat	ion, when was the change effected under	er the laws of
its jurisdiction of incorporation? September 9, 2016		
5. DASAN Zhone Solutions, Inc.		
(Name of corporation after the amendment, adding appropriate abbreviation, if not contained in new r	name of the corporation)	
(If new name is unavailable in Florida, enter alterna business in Florida)	te corporate name adopted for the purpo	ose of transacting
6. If the amendment changes the period of duration, in	ndicate new period of duration.	
——————————————————————————————————————	lew duration)	
7. If the amendment changes the jurisdiction of incorp	poration, indicate new jurisdiction.	
(Ne	w jurisdiction)	
8. Attached is a certificate or document of similar imp 90 days prior to delivery of the application to the D having custody of corporate records in the jurisdiction of the corporate records in the corporate rec	epartment of State, by the Secretary of 3	State or other official
of a receiver or other cour	t appointed fiduciary, by that fiduciary)	
(Typed or printed name of person signing)	(Title of person signing	ng)

Delaware

The First State

Page 1

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 AMENDMENT OF "ZHONE TECHNOLOGIES, INC.", CHANGING ITS NAME FROM "ZHONE TECHNOLOGIES, INC." TO "DASAN ZHONE SOLUTIONS, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF SEPTEMBER, A.D. 2016, AT 11:39 O'CLOCK A.M.

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

Authentication: 202963231

Date: 09-09-16

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:39 AM 09/09/2016
FILED 11:39 AM 09/09/2016
SR 20165716762 - File Number 2742244

#### CERTIFICATE OF AMENDMENT OF

### RESTATED CERTIFICATE OF INCORPORATION OF ZHONE TECHNOLOGIES, INC.

~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	
Pursuant to Section 242 of the General	
Corporation Law of the State of Delaware	

Zhone Technologies, Inc., a corporation duly organized and validly existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

- 1. The present name of the Corporation is Zhone Technologies, Inc.
- 2. The original certificate of incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on April 21, 1997 under the name MWD, Inc.
- 3. Article I of the Restated Certificate of Incorporation of the Corporation is hereby amended to read in its entirety as follows:
  - "The name of the corporation is DASAN Zhone Solutions, Inc. (the "Corporation")"
- 4. This Amendment of the Restated Certificate of Incorporation was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Amendment to Restated Certificate of Incorporation to be executed as of the 9th day of September, 2016.

ZHONE TECHNOLOGIES, INC.

Name: Kirk Mišaka

Title: Chief Financial Officer