

02-11-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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9-8-99

Patent and Trademark Office
Docket No. 028778.2000

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

| | |
|---|--|
| <p>1. Name of Conveying party(ies): Teleworld Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other</p> <p>Delaware</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party(ies):</p> <p>Name: Tivo Inc. Street Address: 894 Ross Drive City: Sunnyvale State: California ZIP: 94089</p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation-State: _____ Delaware <input type="checkbox"/> Other: _____</p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: July 18, 1998</p> | |

4. Application number(s) or registration number(s):
 (If this document is being filed together with a new document, the execution date is:)

A. Trademark Application No.(s) **See Attached Exhibit A** B. Registration No.(s)

Additional numbers attached? Yes No

| | |
|--|---|
| <p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Rochelle D. Alpert Brobeck, Phleger & Harrison LLP Spear Street Tower One Market San Francisco, CA 94105</p> | <p>6. Total number of applications and trademark registrations involved: 10</p> <p>7. Total fee (37 C.F.R. § 3.41): \$265.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account, referencing Attorney Docket:</p> <p>8. Deposit account number: 02-3950</p> |
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The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be required by this paper, or to credit any overpayment to Deposit Account No. 02-3950.

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.

Name: Rochelle D. Alpert Feb 4, 1999
Signature Date

Total number of pages comprising cover sheet, attachment and document: 4

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| 01 FC:481 | 40.00 OP |
| 02 FC:482 | 225.00 OP |

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Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

EXHIBIT A

| TRADEMARK/SERVICE MARK | SERIAL/REGISTRATION NO. |
|---|--------------------------------|
| TIVO (Stylized) | 75/493,408 |
| VIEWERGRAPHIC PROFILING SYSTEM | 75/526,603 |
| VIEWERGRAPHIC | 75/526,606 |
| TIVO & Design | 75/526,604 |
| EXTENSIBLE TIMESHIFTING ARCHITECTURE | 75/526,822 |
| THE WAY TV IS MEANT TO BE | 75/526,821 |
| TIVO & Design | 75/530,009 |
| PRIMETIME ANYTIME | 75/554,048 |
| LIFE'S TOO SHORT FOR BAD TIVO | 75/553,820 |

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "TELEWORLD INC.", CHANGING ITS NAME FROM "TELEWORLD INC." TO "TIVO INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF JULY, A.D. 1998, AT 9 O' CLOCK A.M.

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A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State
9542166

AUTHENTICATION: 01-26-99

DATE:

TRADEMARK
REEL: 1852 FRAME: 0765

**CERTIFICATE OF AMENDMENT OF
CERTIFICATE OF INCORPORATION OF
TELEWORLD INC.**

TELEWORLD INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Company"), DOES HEREBY CERTIFY:

1. The Board of Directors of the Company, acting in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware, adopted a resolution amending Article I of the Company's Amended and Restated Certificate of Incorporation to read in its entirety as follows:

"I

The name of this corporation is TIVO Inc. (the "Corporation" or the "Company")."

2. Thereafter, written consent to this Certificate of Amendment was given by the stockholders of the Company in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Teleworld Inc. has caused this Certificate of Amendment to be signed by its President this 18th day of July, 1998.

TELEWORLD INC.

By: 
Michael Ramsay, President

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