

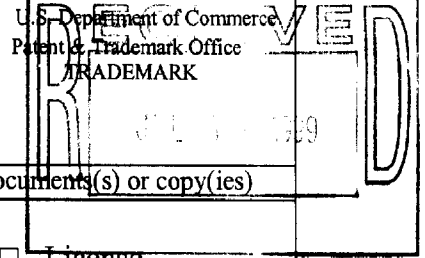
07-14-1999

FORM PTO-1618A

Expires 6/30/99
OMB 0651-0027



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY



MRO 7/12/99

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies)

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # []
- Correction of PTO Error
Reel # [] Frame # []
- Corrective Document
Reel # [] Frame # []

Conveyance Type

- Assignment License
- Security Agreement
- Nunc Pro Tunc Assignment
- Merger
Effective Date
Month Day Year []
- Change of Name
- Other []

Conveying Party

Mark if additional names of receiving parties attached

Name [Aureal Semiconductor Inc.] [06101999]
Formerly []

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- State of Incorporation [Delaware]

Receiving Party

Mark if additional names of receiving parties attached

Name [Aureal Inc.]
DBA/AKA/TA []
Composed of []
Address (line 1) [4245 Technology Drive]
Address (line 2) []
Address (line 3) [Fremont] [California] [94538]
City State Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other []
- State of Incorporation [Delaware]
- If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (*Designation must be a separate document from Assignment*).

07/14/1999 MTHA11 00000105 071907 75143401

FOR OFFICE USE ONLY

01 FC:481
02 FC:482
40.00 CH

Public burden: Collection of information is estimated to average 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT TO THIS ADDRESS.

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

Domestic Representative Name and Address

Enter the first Receiving Party Only

Name [_____]

Address (line 1) [_____]

Address (line 2) [_____]

Address (line 3) [_____]

Address (line 4) [_____]

Correspondence Name and Address

Area Code and Telephone Number [(650) 833-2343]

Name [Michelle R. Harbottle, Esq.]

Address (line 1) [Gray Cary Ware & Freidenrich LLP]

Address (line 2) [400 Hamilton Avenue]

Address (line 3) [Palo Alto, California 94301]

Address (line 4) [_____]

Pages

Enter the total number of pages of the attached conveyance document including any attachments

[2]

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

[75/143401] [75/509748] [75/196758] | [2,179,084] [_____] [_____]

[75/194384] [75/471336] [75/017510] | [1,925,134] [_____] [_____]

[75/194464] [75/196128] [75/194648] | [_____] [_____] [_____]

Number of Properties

Enter the total amount of properties involved.

[11]

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$ [\$290]

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

[07-1907]

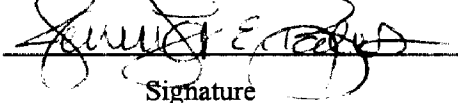
Authorization to charge additional fees:

Yes No

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. Charges to a deposit account are authorized, as indicated herein.

Jennifer E. Bales



7/9/99

Name of Person Signing

Signature

Date Signed

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
AUREAL SEMICONDUCTOR INC.

Aureal Semiconductor Inc., a Delaware corporation (the "Corporation"), hereby certifies:

1. That the Corporation's Board of Directors has duly adopted the following resolutions to amend the Corporation's Amended and Restated Certificate of Incorporation:

"RESOLVED, that at the effective time of this amendment and without further action on the part of the Corporation or the holders of its stock, each fifteen (15) shares of Common Stock of the Corporation outstanding or held in treasury immediately prior thereto shall be changed and converted into one (1) fully paid and nonassessable share of Common Stock of the Corporation, and at such time each holder of record of Common Stock shall, without further action, be and become the holder of one (1) share of Common Stock for each fifteen (15) shares of Common Stock held of record immediately prior thereto. No fractional shares shall be issued as a result of such reverse stock split and in lieu of any fractional shares, the Corporation shall pay cash equal to such fraction multiplied by the fair market value of the Common Stock as determined by the Board of Directors of the Corporation.

RESOLVED, that the Amended and Restated Certificate of Incorporation of the Corporation be amended by striking section FIRST in its entirety and replacing it with the following:

FIRST: The name of the Corporation is Aureal Inc."

2. That the proposed amendment has been duly adopted in accordance with the provisions of Section 242 of the General Corporation law of the State of Delaware and that notice of the taking of such action by written consent has been given as provided in Section 228 of the General Corporation Law of the State of Delaware.

The Corporation has caused this Certificate of Amendment of Amended and Restated Certificate of Incorporation to be signed by the Corporation's President and Chief Executive Officer and attested to by its Treasurer this 20th day of May 1999.

AUREAL SEMICONDUCTOR INC.

By: 

Kenneth A. Kokinakis
President and Chief Executive
Officer

Attest: 

David J. Doméier, Treasurer

TRADEMARK

REEL: 001926 FRAME: 0712

Gray Cary Ware ▲ Freidenrich LLP

400 Hamilton Avenue Palo Alto, 94301-1825
Phone 650-833-2000 Fax 650-327-3699 www.graycary.com

MICHELLE R. HARBOTTLE

Writer's Direct Dial: 650-833-2343
Internet: mharbottle@graycary.com

Our File No.: 1010646-
900454/6/7/8/9/60/61/62/64/65

July 9, 1999

VIA EXPRESS MAIL EL315976991US

Commissioner of Patents
and Trademarks
Washington, D.C. 20231
Attn.: Assignment Division

Re: Change of Name of Applicant/Registrant

Dear Sir:

Enclosed is a copy of a Certificate of Amendment of the Articles of Incorporation of Aural Semiconductor Inc. This Amendment is to change the name of the corporation to Aural Inc. and was filed with the Secretary of State of Delaware on June 10, 1999.

Please record this change of name against the following records in the U.S. Patent and Trademark Office:

<u>Trademark</u>	<u>Number</u>
A3D	75/143401
A3D INTERACTIVE	75/194384
A3D SURROUND	75/194464
AUREAL ®	2,179,084
AUREAL WAVETRACING TECHNOLOGY	75/509748
BELIEVE YOUR EARS	75/471336
MISC. DESIGN (A3D Logo)	75/196128
MISC. DESIGN (AUREAL LOGO)	75/196758
VORTEX ®	1,925,134
WAVE GUIDE	75/017510
WE HEAR THE FUTURE	75/194648

Please debit my firm's Deposit Account, No. 07-1907, for the recording fee noted on the enclosed Trademark Recordation Cover Sheet.

SILICON VALLEY SAN DIEGO SAN FRANCISCO AUSTIN LA JOLLA IMPERIAL VALLEY MEXICO

PA1926819.1
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TRADEMARK
REEL: 001926 FRAME: 0713

GRAY CARY WARE & FREIDENRICH LLP

Commissioner of Patents
and Trademarks

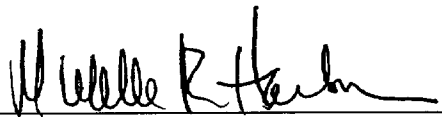
July 9, 1999

Page Two

Please address all communication in regard to this matter to the undersigned at our Palo Alto office.

Very truly yours,

GRAY CARY WARE & FREIDENRICH LLP

By: 
Michelle R. Harbottle

Enclosures


cc: Jennifer Bales (w/o enclosures)

CERTIFICATE OF EXPRESS MAILING

I do hereby certify that this correspondence is being deposited with the United States Postal Service as Express Mail on July 9, 1999, in an envelope numbered EL315976991US addressed to:

Commissioner of Patents and Trademarks
Washington, D.C. 20231

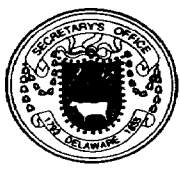
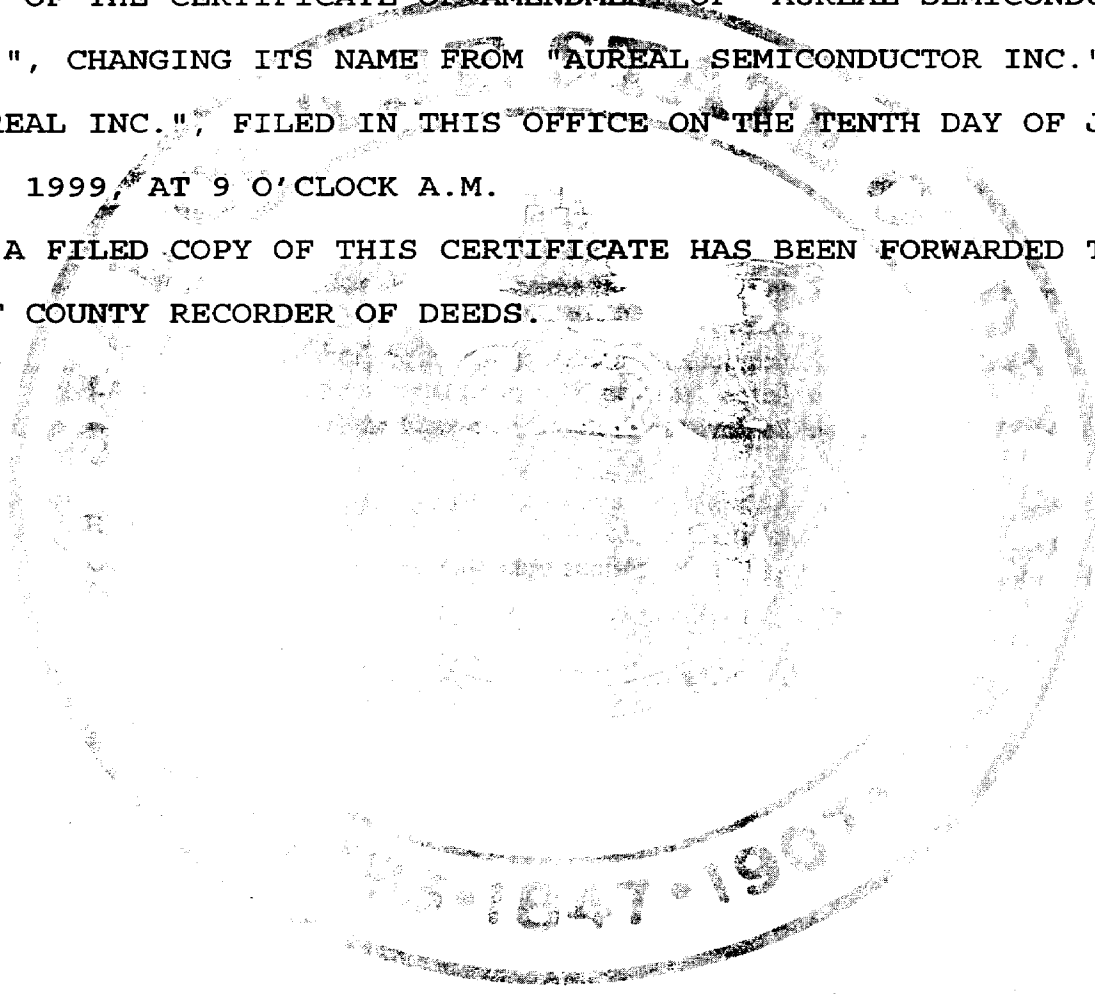
Attention: Assignment Division


Emily G. Silva

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 "AUREAL SEMICONDUCTOR INC.", CHANGING ITS NAME FROM "AUREAL SEMICONDUCTOR INC." TO "AUREAL INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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991233256

AUTHENTICATION: 9796389
DATE: 06-10-99

RECORDED: 07/12/1999

TRADEMARK
REEL: 001926 FRAME: 0715