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FORM PTO-1584 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

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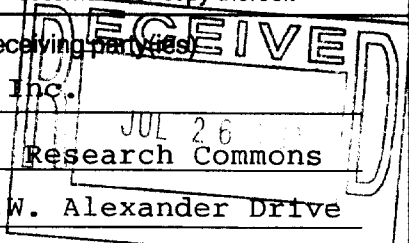
U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

REHS0400SOMP-RBHS1800SOMP

Tab settings

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To the Honorable Commissioner of Patents and Trademarks. Please forward the attached original documents or copy thereof.



1. Name of conveying party(ies): Red Hat Software, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State (checked), Other

Additional name(s) of conveying party(ies) attached? Yes No (checked)

2. Name and address of receiving party(ies): Name: Red Hat, Inc. Internal Address: 4201 Research Commons Street Address: 79 T.W. Alexander Drive City: RTP State: NC ZIP: 27709

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State (checked), Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (checked) (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No (checked)

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name (checked), Other

Execution Date: June 4, 1999

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

( 2,161,889 2,142,662 )

Additional numbers attached? Yes No (checked)

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Michael R. Philips Olive & Olive, P.A. Internal Address:

Street Address: 500 Memorial Street PO Box 2049

City: Durham State: NC ZIP: 27702

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....\$ 80.00

- Enclosed (checked), Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

07/26/1999 DWBYEN 00000261 2161889 82 FC:481 40.00 DP 82 FC:482 25.00 DP 01 FC:998 15.00 DP

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.

Michael R. Philips Name of Person Signing

Signature

July 21, 1999 Date

Total number of pages including cover sheet, attachments, and document: 5

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

TRADEMARK REEL: 001934 FRAME: 0491

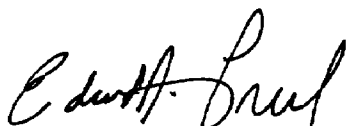
*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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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 "RED HAT SOFTWARE, INC.", CHANGING ITS NAME FROM "RED HAT SOFTWARE, INC." TO "RED HAT, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.



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*Edward J. Freel, Secretary of State*

AUTHENTICATION: 9857262  
DATE: 07-12-99

**CERTIFICATE OF AMENDMENT  
OF  
SECOND AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION**

**OF**

**RED HAT SOFTWARE, INC.**

Red Hat Software, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

**FIRST:** That the Board of Directors of the Corporation, by unanimous written consent, duly adopted resolutions setting forth a proposed amendment to the Corporation's Second Amended and Restated Certificate of Incorporation, as amended, declaring said amendment to be advisable and directing consideration thereof by the stockholders of the Corporation. The resolutions setting forth the proposed amendment are as follows:

**RESOLVED:** That, subject to stockholder approval, the Article FIRST of the Corporation's Second Amended and Restated Certificate of Incorporation, as amended, be amended by deleting such paragraph in its entirety and replacing it with the following:

**"FIRST.** That the name of the Corporation is Red Hat, Inc. (the "Corporation")."

**RESOLVED:** That, subject to stockholder approval, the first paragraph Article FOURTH of the Corporation's Second Amended and Restated Certificate of Incorporation be amended by deleting such paragraph in its entirety and replacing it with the following:

**"FOURTH:** The total number of shares of all classes of capital stock which the Corporation shall have authority to issue is 52,283,052 shares, consisting of 35,310,326 shares of Common Stock with a par value of \$.0001 per share (the "Common Stock") and 16,972,726 shares of Preferred Stock with a par value of \$.0001 per share (the "Preferred Stock"), of which 6,801,400 shares are designated as Series A Convertible Preferred Stock, 8,116,550 shares are designated as Series B Convertible Preferred Stock and 2,054,776 shares are designated as Series C Convertible Preferred Stock."

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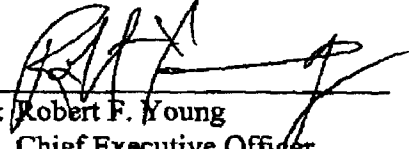
**SECOND:** The Board of Directors of the Corporation directed that such amendment be submitted to the stockholders of the Corporation for their consent and approval and, in lieu of a meeting and vote of stockholders, stockholders having not less than the minimum number of votes that is necessary to consent to this amendment have given written consent to said amendment in accordance with the provisions of Section 228 of the DGCL.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the DGCL.

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IN WITNESS WHEREOF, the undersigned has executed, signed and acknowledged this Certificate of Amendment this 4<sup>th</sup> day of June, 1999.

RED HAT SOFTWARE, INC.

By:   
Name: Robert F. Young  
Title: Chief Executive Officer

[SEAL]

Attest:

By:   
David Shumannfang  
Secretary