FORM PTO-1618A Expres 06/30/99 ON 3 0651-0027

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Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year					
Name Labtec Enterprises, Inc.	01/21/98					
Formerly						
Individual General Partnership Limited Partnership XX Corporation Association						
Other						
XX Citizenship/State of Incorporation/Organization Delaware						
Receiving Party	Mark if additional names of receiving parties attached					
Name Labtec Inc.						
DBA/AKA/TA						
Composed of						
Addr:ss(line 1) Columbia Tech Center						
Address (line 2) 1499 S.E. Tech Center Pla	ace					
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XX Corporation Association Other	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.)					
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SCHEDULE A

Registered Trademark	Registration Number	Date Registered
LABTEC	1434553	03/31/87
LCS	2014254	11/05/96

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TRADEMARK REEL: 001998 FRAME: 0751 STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 02/10/1998 981052402 - 2411181

STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION

Labtec Enterprises, Inc.
a corporation organized and existing under and by virtue of the General Corporation
Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That by unanimous written consent of the Board of Directors of Labtec Enterprises, Inc. resolutions were adopted setting forth a proposed amendment of the Restated Certificate of Incorporation of said corporation, declaring said amendment to be advisable and recommending consideration by the stockholders. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Restated Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "1" so that, as amended, said Article shall be and read as follows:

"The name of this corporation is Labtec Inc."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the stockholders of said corporation voted in favor of the amendment by unanimous written consent.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said Labtec Enterprises, Inc. has caused this certificate to be signed by James E. Hillman, an Authorized Officer, this 21st day of January, 1998.

itle: Char Financial Officer

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RECORDED: 11/22/1999

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