

FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

02-11-2000

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



101265643

MRD
2-11-00

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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
 - Change of Name
 - Other _____
- Effective Date
Month Day Year
06 01 99

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name GATEWAY, INC.

02-11-00

Formerly GATEWAY 2000, INC.

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization STATE OF DELAWARE

Receiving Party

Mark if additional names of receiving parties attached

Name GATEWAY, INC

DBA/AKA/TA _____

Composed of _____

Address (line 1) 4545 TOWNE CENTRE COURT

Address (line 2) _____

Address (line 3) SAN DIEGO CA 92121
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
 - Other _____
 - Citizenship/State of Incorporation/Organization STATE OF 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.)

FOR OFFICE USE ONLY

chg 865

PUBLIC BURDEN REPORTING FOR THIS COLLECTION OF INFORMATION IS ESTIMATED TO AVERAGE APPROXIMATELY 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 DOCUMENTS 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
TRADEMARK

REEL: 002020 FRAME: 0564

FORM PTO-1618B
Expires 06/30/99
CMP 0681-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

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

#

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)

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

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:

#

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 deposit account are authorized, as indicated herein.

PHILIP DAVISON



2-11-2000

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

FORM PTO-1618C
Expires 06/30/99
OMB 0651-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name GATEWAY, INC.

02-11-00

Formerly GATEWAY 2000, INC.

Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship State of Incorporation/Organization STATE OF DELAWARE

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

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DBA/AKA _____

Composed of _____

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Address (line 3) SAN DIEGO CA 92121
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Individual General Partnership Limited Partnership

Corporation Association

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Citizenship/State of Incorporation/Organization STATE OF 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 the Assignment.)

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

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

Mark if additional numbers attached

Trademark Application Number(s)

<u>2139954</u>	<u>1905421</u>	<u>2073470</u>
<u>1725231</u>	<u>1742206</u>	<u>2303811</u>
<u>1628956</u>	<u>1931189</u>	
<u>2244783</u>	<u>2173818</u>	
<u>1702985</u>	<u>2173817</u>	
<u>1624580</u>	<u>2172359</u>	
<u>1810503</u>	<u>2234994</u>	

Registration Number(s)

State of Delaware
Office of the Secretary of State

PAGE 1

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 "GATEWAY 2000, INC.", CHANGING ITS NAME FROM "GATEWAY 2000, INC." TO "GATEWAY, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF MAY, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JUNE, A.D. 1999.

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



Edward J. Freel, Secretary of State

2251983 8100

991209835

AUTHENTICATION:

DATE: 9767779

05-26-99
TRADEMARK

REEL: 002020 FRAME: 0567

**CERTIFICATE OF AMENDMENT OF
RESTATED CERTIFICATE OF INCORPORATION
OF GATEWAY 2000, INC.**

Gateway 2000, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

1. The name of the Corporation is Gateway 2000, Inc.
2. The date on which the Restated Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of Delaware was December 6, 1993, and a Corrected Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on September 15, 1994 (the "Restated Certificate").
3. This Certificate of Amendment amends a provision of the Restated Certificate and has been duly adopted by the Board of Directors in accordance with the provisions of Sections 141 and 242 of the DGCL, and further adopted in accordance with the provisions of Sections 216 and 242 of the DGCL by the stockholders of the Corporation.
4. Article FIRST of the Restated Certificate is hereby amended and restated to read in its entirety as follows:

"FIRST: The name of the corporation is Gateway, Inc. (hereinafter called the "Corporation")."
5. The first paragraph of Article FOURTH of the Restated Certificate is hereby amended and restated to read in its entirety as follows:

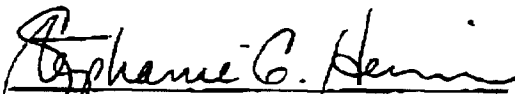
"FOURTH: The total number of shares of capital stock which the Corporation shall have authority to issue is 1,006,000,000 shares, consisting of:

 - (1) 1,000,000,000 shares of Common Stock, par value \$.01 per share ("Common Stock");
 - (2) 1,000,000 shares of Class A Common Stock, par value \$.01 per share ("Class A Common Stock"); and
 - (3) 5,000,000 shares of Preferred Stock, par value \$.01 per share ("Preferred Stock")."

6. This Certificate of Amendment of the Restated Certificate of Incorporation shall be effective at 12:01 a.m. Eastern Daylight Time on June 1, 1999.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by a duly authorized officer of the Corporation as of May 24, 1999.

GATEWAY 2000, INC.



Stephanie G. Heim
Assistant Secretary