

Tab settings



To the Honorable Commissioner c

101301748

is attached original documents or copy thereof.

1. Name of conveying party(ies):
Intelligent Peripheral Devices, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State California
 Other _____

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

2. Name and address of receiving party(ies):
Name: AlphaSmart, Inc.
Internal Address: Suite 300
Street Address: 20400 Stevens Creek Blvd.
City: Cupertino State: CA ZIP: 95014

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State California
 Other _____

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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: November 12, 1999

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

A. Trademark Application No.(s)
 75/831,871 75/684,472
 75/799,656 75/684,632
 75/793,418 75/793,524

Additional numbers attached? Yes No

B. Trademark registration No.(s)
 1,820,498

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Edwin A. Getz, Esq.
Internal Address: Suite 3400
Gardner, Carton & Douglas
Street Address: 321 N. Clark St.
City: Chicago State: IL ZIP: 60610

6. Total number of applications and registrations involved: 7

7. Total fee (37 CFR 3.41):..... \$ 190.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

03/30/2000 DCOATES 00000188 75831871
 01 FC:481 40.00 OP
 02 FC:482 150.00 UP

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.

Edwin Getz Edwin Getz February 22, 2000
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet: 1

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information deposited with United States Postal Service first class mail in an envelope addressed to: Assistant Commissioner of Patents and Trademarks, 2900 Crystal Drive, Arlington, Virginia 22202-3513 on February 22, 2000

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

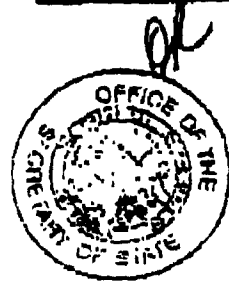
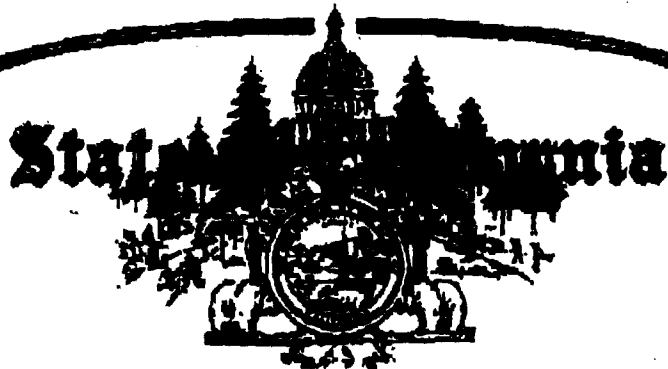
IV. -17' 99(WED) 17:04

CSC

TEL: 910 000 2121

F. 002

A0534445

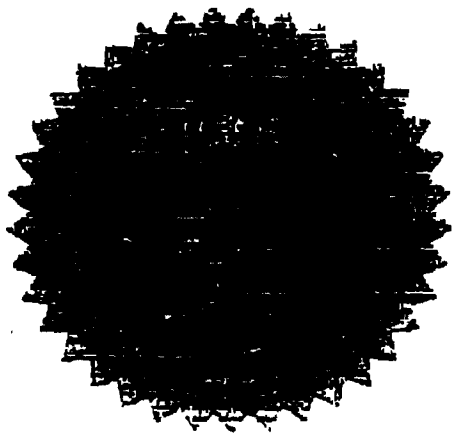


SECRETARY OF STATE

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of



the _____

Bill Jones

Secretary of State

01-17-99 (WED) 17:04

CSC

TEL: 910 300 2121

P. 003

AC594445

**CERTIFICATE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
INTELLIGENT PERIPHERAL DEVICES, INC.,
a California corporation**

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

NOV 12 1999

BILL JONES, Secretary of State

Ketan D. Kothari and Manish D. Kothari hereby certify that:

1. They are and at all times herein mentioned have been, respectively, the duly elected and acting President and C.F.O. of Intelligent Peripheral Devices, Inc., a California corporation (the "Corporation").

2. Article I of the Amended and Restated Articles of Incorporation is hereby amended to read in its entirety as follows:

"The name of the corporation is AlphaSmart, Inc."

3. The foregoing amendment has been duly approved by the Board of Directors of the Corporation.

4. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Sections 902 and 903 of the California Corporations Code. The number of outstanding shares of the Corporation is 7,393,749 shares of Common Stock, 100,000 shares of Redeemable Preferred Stock and 7,556,250 shares of Series A Convertible Preferred Stock. The number of shares voting in favor of the amendment of the Articles of Incorporation equaled or exceeded the vote required. The percentage vote required was more than fifty percent (50%), in the aggregate, of the outstanding shares of Common Stock and Series A Convertible Preferred Stock, voting together as a class.

PALLER (SECRET) (12/20/99) 01/07/00 01/11/00

