

FORM PTO-1594  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)  
M&G 11611 00003

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof

1. Name of conveying party(ies):

8X8, Inc.  
2445 Mission College Boulevard  
Santa Clara, CA 95054

Individuals       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Delaware  
 Other: \_\_\_\_\_

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

2. Name and address of receiving party(ies):

Netergy Networks, Inc  
2445 Mission College Boulevard  
Santa Clara, CA 95054

3. Nature of conveyance:

Assignment       Merger  
 Security Agreement       Change of Name  
 Other: \_\_\_\_\_

Execution Date: August 14, 2000

Individual(s) citizenship       Association  
 General Partnership       Limited Partnership  
 Corporation-State of Delaware  
 Other: \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached  
 Yes       No  
 (Designations must be separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application No.(s)/ Mark(s)

See attached

B. Trademark Reg. No.(s)/Mark(s)

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

Name: Sandra Epp Ryan  
 Address: MERCHANT & GOULD P.C.  
 P.O. Box 2910  
 Minneapolis, MN 55402-0910

6. Total number of applications and trademarks involved: 17


7. Total fee (37 CFR 3.41): \$440.00  
 Enclosed  
 Authorized to be charged to deposit account

8. Please charge any additional fees or credit any overpayments to our Deposit account number: 13-2725

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.

Sandra Epp Ryan  
 Name of Person Signing       Signature      9/14/00 Date

Total number of pages including cover sheet, attachments, and documents. 16

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner for Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

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.

**Trademark Application No./Mark**

76047830	NETERGY NETWORKS and Design
76032012	NETERGY NETWORKS
75883633	NETERGY and Design
75883248	NETERGY
75709645	EXPLOITING THE BANDWIDTH
75638735	AUDACITY
75555285	VIA TV and Design
75216348	VIATV

**Trademark Registration No./Mark**

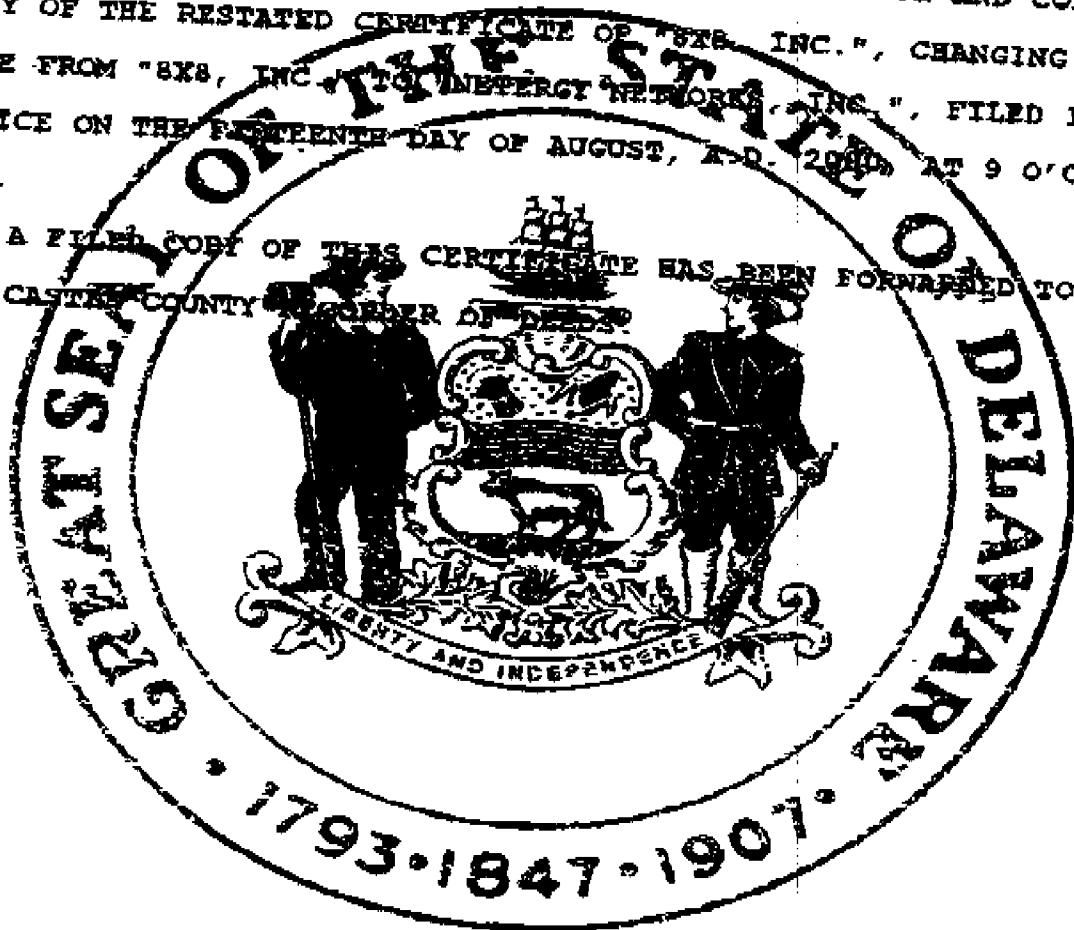
2313190	8X8
2301476	LVP
2212310	8X8 Stylized
2284404	VC100
2297204	8X8 Stylized
1884264	VCP
1841674	II INTEGRATED INFORMATION TECHNOLOGY-INC and Design
1783322	AGX
1784789	XTRADRIVE

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 RESTATED CERTIFICATE OF "SXS, INC.", CHANGING ITS NAME FROM "SXS, INC." TO "ENERGY NETWORKS, INC.", FILED IN THIS OFFICE ON THE SEVENTEEN DAY OF AUGUST, A.D. 2000, AT 9 O'CLOCK A.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

2676679 8100

001415701

AUTHENTICATION: 0623475

DATE: 08-16-00

TRADEMARK

REEL: 002115 FRAME: 0528

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 08/15/2000  
001415701 - 2676873

**CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
8X8, INC.**

8X8, 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 written consent of the Board of Directors of said corporation as of April 18, 2000, resolutions were duly adopted setting forth proposed amendments to the Certificate of Incorporation of said corporation, declaring said amendments to be advisable and directing its officers to submit said amendments to the stockholders of said corporation for consideration thereof. The resolutions setting forth the proposed amendments are as follows:

**WHEREAS**, it is deemed to be advisable and in the best interest of the Corporation and its stockholders that the Corporation's Amended and Restated Certificate of Incorporation be amended to change the name of the Corporation to Netergy Networks, Inc. and to increase the number of authorized shares of Common Stock;

**NOW, THEREFORE, BE IT RESOLVED**, that Article I of the Corporation's Amended and Restated Certificate of Incorporation be amended to read as follows:

"I. The name of this corporation is Netergy Networks, Inc. (the "Corporation")."

**RESOLVED FURTHER**, that the first paragraph of Article IV of the Corporation's Amended and Restated Certificate of Incorporation be amended to read as follows:

"IV. This corporation is authorized to issue two classes of shares to be designated respectively Common Stock and Preferred Stock. Each share of Common Stock shall have a par value of \$0.001 and each share of Preferred Stock shall have a par value of \$0.001. The total number of shares of Common Stock this

corporation shall have authority to issue is 100,000,000, and the total number of shares of Preferred Stock this Corporation shall have authority to issue is 5,000,000."

**RESOLVED FURTHER**, that the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to submit the foregoing amendments to the stockholders of the Corporation for consideration thereof; and

**RESOLVED FURTHER**, that, following approval of the foregoing amendments by the stockholders of the Corporation, the officers of the Corporation be, and each of them hereby is, authorized, empowered and directed, on behalf of the Corporation, to prepare or cause to be prepared and to execute a Certificate of Amendment of the Corporation's Amended and Restated Certificate of Incorporation, to file or cause to be filed said Certificate of Amendment with the Delaware Secretary of State, and to execute such other documents and take such other actions as such officer or officers shall deem necessary, appropriate or advisable in order to carry out the intent and purposes of the foregoing resolutions.

**SECOND:** That, thereafter, by written consent of the holders of more than 50% of the issued and outstanding shares of Common Stock and Special Voting Stock, voting together as a single class, of said corporation, the necessary number of shares required by statute were voted in favor of the amendment.

**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.

IN WITNESS WHEREOF, 8X8, INC. has caused this certificate to be signed by  
David M. Stoll, its Chief Financial Officer, Vice President and Secretary this 14th day of August,  
2000.

8X8, Inc.

By: sf David M. Stoll  
David M. Stoll  
Chief Financial Officer, Vice President  
and Secretary