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To The Honorable Com

101460023

Record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Ensoniq Corp.

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State: PA
- Other:

Additional name(s) of conveying party(ies) attached? YES NO

3. Nature of Conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: July 19, 1999

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

Name: Creative Labs, Inc., Malvern
Street Address: 155 Great Valley Parkway
City: Malvern
State: PA ZIP: 19355

- Individual(s) citizenship:
- Association:
- General Partnership:
- Limited Partnership:
- Corporation-State: PA
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: YES NO
(Designation must be a separate document from Assignment)

Additional name(s) & address attached? YES NO

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

A. Trademark Application No.(s)

B. Trademark registration No.(s)

2,264,147; 2,130,395; 2,096,297;
2,130,394; 1,359,145

Additional numbers attached? YES NO

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

Name: Camille M. Miller, Esq.
Internal Address:
WOODCOCK WASHBURN KURTZ MACKIEWICZ &
NORRIS LLP
One Liberty Place - 46th Floor

Street Address: 1650 Market Street
City: Philadelphia State: Pennsylvania
ZIP: 19103-7301

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41):.....\$140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 23-3050

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

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.

Camille M. Miller

August 15, 2000

Name of Person Signing

Signature

Date

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

Do not detach this portion

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

09/18/2000 MTHA11 00000179 2264147

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

01 FC:481

40.00 DP

02 FC:482

100.00 DP

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)

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU
ROOM 308 NORTH OFFICE BUILDING
P.O. BOX 8722
HARRISBURG, PA 17105-8722

655

CREATIVE LABS, INC., MALVERN

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057

ENTITY NUMBER: 0761515

MICROFILM NUMBER: 09953

1751-1752

VIVIAN TERRY
FOX ROTHSCHILD O'BRIEN & FRANKEL LLP
2000 MARKET ST
PHILADELPHIA PA 19103-3291

TRADEMARK
REEL: 002136 FRAME: 0568

9953-1751

JUL 21 1999

Microfilm Number _____

Filed with the Department of State on _____

Entity Number 761515

Kim Duggan

Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION

DSCB: 15-1915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: ENSONIQ CORP.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name or its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) <u>155 Great Valley Parkway</u>	<u>Malvern</u>	<u>PA</u>	<u>19355</u>	<u>Chester</u>
Number and Street	City	State	Zip	County

(b) c/o: _____
Name of Commercial Registered Office Provider County

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Pennsylvania Business Corporation Law of 1933, P.L. 364, as amended

4. The date of its incorporation is: August 17, 1982

5. (Check, and if appropriate complete, one of the following):

- The amendment shall be effective upon filing these Articles of Amendment in the Department of State.
- The amendment shall be effective on: _____ at _____
Date Hour

6. (Check one of the following):

- The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).
- The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c)

(Check, and if appropriate complete, one of the following):

The amendment adopted by the corporation, set forth in full, is as follows:
That Article I of its Articles of Incorporation shall read in its entirety as follows:

"1. The name of the Corporation is: Creative Labs, Inc., Malvern."

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

9953-1752

(Check if the amendment restates the Articles):

The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by duly authorized officer thereof this 19th day of July 19 99.

ENSONIQ CORP.

(Name of Corporation)

BY: 

(Signature)

John D. Danforth

TITLE: Corporate Secretary