



RE T

11-15-2000

Docket No.:

09-05-2000



Tal

U.S. Patent & TMO/TM Mail Rpt Dt. #11

101519707

ached original documents or copy thereof.

To the Honorable Commissioner of Patents &

1. Name of conveying party(ies):

Integral Corporation

9.5.00

- Individual(s)
- General Partnership
- Corporation-State California
- Other

Additional names(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Association
- Limited Partnership
- Merger
- Change of Name

Execution Date: 7/19/00

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

Name: Integral Development Corp.

Internal Address:

Street Address: 2023 Stierlin Court

City: Mountain View State: CA ZIP: 94304

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

If assignee is not domiciled in the United States, a domestic designation is Yes N (Designations must be a separate document from Additional name(s) & address(es) Yes N

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

A. Trademark Application No.(s)

75/863741
75/804304

B. Trademark Registration No.(s)

Additional numbers Yes No

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

Name: Susan B. Horwitz

Internal Address: Russo & Hale LLP

Street Address: 401 Florence Street

City: Palo Alto State: CA ZIP: 94301

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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.

Susan B. Horwitz

Name of Person Signing

Susan B. Horwitz
Signature

August 31, 2000

Date

Total number of pages including cover sheet, attachments, and

4

TRADEMARK

REEL: 002174 FRAME: 0281

State of California



SECRETARY OF STATE

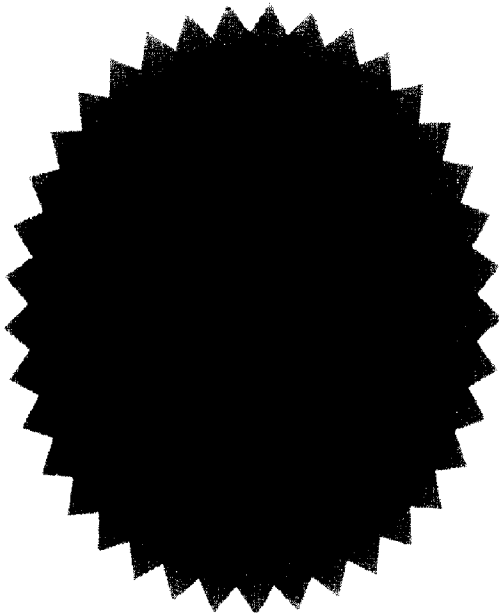
I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 16 page(s) was prepared by and in this office from the record on file, 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

AUG 23 2000

Secretary of State



A0548997

1868291

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF INTEGRAL DEVELOPMENT CORP.
A CALIFORNIA CORPORATION

FILED N6P
In the office of the Secretary of State
of the State of California

JUL 19 2000

Bill Jones
BILL JONES, Secretary of State

THE UNDERSIGNED Harpal S. Sandhu and Bruce C. Felt, Jr. hereby certify
that:

ONE: Harpal S. Sandhu is the duly elected and acting President of said corporation and Bruce C. Felt, Jr. is the duly elected and acting Chief Financial Officer of said corporation.

TWO: The Amended and Restated Articles of Incorporation of said corporation shall be amended and restated to read in full as follows:

ARTICLE I

The name of this corporation is Integral Development Corp.

ARTICLE II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

This corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares that this corporation is authorized to issue is Eighty-Two Million Two Hundred Fifty Thousand (82,250,000) shares. The number of shares of Common Stock authorized to be issued is Sixty Million (60,000,000), par value \$0.001 per share, and the number of shares of Preferred Stock authorized to be issued is Twenty-Two Million Two Hundred Fifty Thousand (22,250,000), par value \$0.001 per share.


ARTICLE IV

A. Rights, Preferences and Restrictions of the Preferred Stock. The rights, preferences, privileges, and restrictions granted to and imposed on the Series A Preferred Stock, which series shall consist of six million five hundred thousand (6,500,000) shares (the "Series A Preferred Stock"), the Series B Preferred Stock, which series shall consist of nine million five hundred thousand (9,500,000) shares (the "Series B Preferred Stock") and the Series C Preferred Stock, which series shall consist of six million two hundred fifty thousand (6,250,000) shares (the "Series C Preferred Stock"), are as set forth below in this Article IV.A.

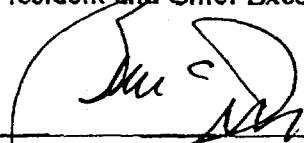
1. Dividend Provisions.

EACH OF THE UNDERSIGNED certifies under penalty of perjury that he has read the foregoing Amended and Restated Articles of Incorporation and knows the contents thereof, and that the matters set forth therein are true and correct of his own knowledge.

EACH OF THE UNDERSIGNED has executed this Certificate on the 18th day of July, 2000 in Mountain View, California



Harpal S. Sandhu
President and Chief Executive Officer



Bruce C. Felt, Jr.
Chief Financial Officer

