

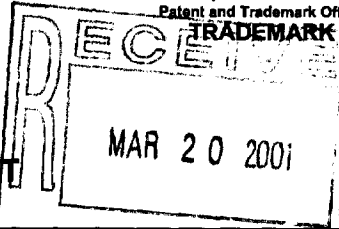
04-05-2001



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office



3-20-01

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
Effective Date
Month Day Year _____
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name Silicon Power Cube Corporation

08 03 88

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association

Other _____

Citizenship/State of Incorporation/Organization California

Receiving Party

Mark if additional names of receiving parties attached

Name Silicon Power Corporation

DBA/AKA/TA _____

Composed of _____

Address (line 1) 9525 Chesapeake Drive

Address (line 2) _____

Address (line 3) San Diego

City

CA

State/Country

92123

Zip Code

- Individual General Partnership Limited Partnership

- Corporation Association

Other _____

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.)

Citizenship/State of Incorporation/Organization California

04/04/2001 DBYRNE 00000088 0884505

FOR OFFICE USE ONLY

01 FC:401
02 FC:402

40.00 DP
25.00 OP

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: 002264 FRAME: 0272

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="0884505"/>	<input type="text" value="2379093"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Peter F. Weinberg

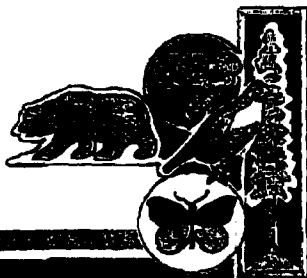
Name of Person Signing

Peter F. Weinberg

Signature

3-13-01

Date Signed



State of California

OFFICE OF THE SECRETARY OF STATE

To Wayne
From Rob
3/6/01

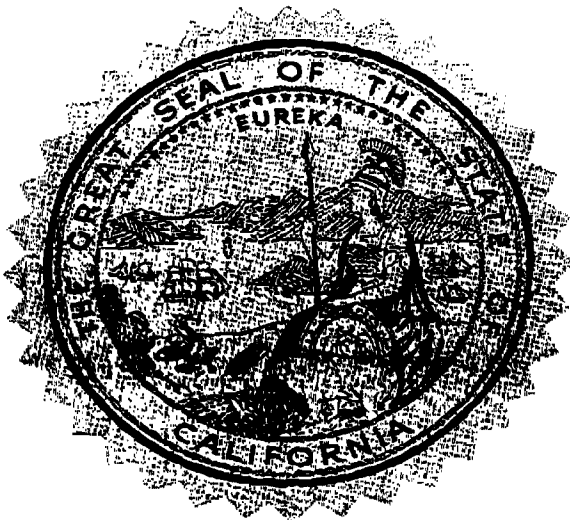
CORPORATION DIVISION

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript has been compared with the corporate record on file in this office, of which it purports to be a copy, and that same is full, true and correct.

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

AUG 10 1988



March Fong Eu

Secretary of State

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

**CERTIFICATE OF AMENDMENT OF
RESTATED ARTICLES OF INCORPORATION**

AUG - 8 1988

MARCH FONG EU, Controller

John Royan and Robert T. Borawski certify that:

1. They are the President and the Secretary, respectively, of Silicon Power Cube Corporation, a California corporation.

2. Article One of the Restated Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation is SILICON POWER CORPORATION."

3. Section 1 of Article Three of the Restated Articles of this Corporation is amended to read in its entirety as follows:

"1. Authorized Capital Stock.

The Corporation shall have authority to issue two classes of shares designated "Common Stock" and "Preferred Stock." The Preferred Stock shall consist of three series designated "Series A Preferred Stock," "Series B Preferred Stock" and "Series C Preferred Stock," respectively. The Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock shall be identical and of equal rank with respect to those rights, preferences and restrictions described herein, except as otherwise expressly provided herein. The number of shares of Common Stock which the Corporation is authorized to issue is 20,000,000 shares, the number of shares of Series A Preferred Stock which the Corporation is authorized to issue is 2,000,001 shares, the number of shares of Series B Preferred Stock which the Corporation is authorized to issue is 3,600,000 shares and the number of shares of Series C Preferred Stock which the Corporation is authorized to issue is 1,700,000 shares. The rights, preferences and restrictions granted to and imposed under the various classes and series of capital stock are as set forth below in this Article Three. Upon the filing of this Certificate of Amendment, each four outstanding shares of Common Stock shall be combined into one share of Common Stock, with any partial shares rounded upward to the next highest whole share."

4. The foregoing Amendment of Restated Articles of Incorporation has been duly approved by the Board of Directors.


5. The foregoing Amendment of Restated Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code. The total number of outstanding shares of the corporation is 11,404,000 shares of Common Stock, 2,000,001 shares of Series A Preferred Stock, 3,600,000 shares of Series B Preferred Stock and 1,653,000 shares of Series C Preferred Stock. The number of shares voting in favor of the Amendment equaled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding shares of Common Stock and more than 50% of the outstanding shares of Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock, voting together as a single class.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Dated: August 3, 1988



John Royan, President



Robert T. Borawski, Secretary