

10-16-2001



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

REC TI

101874916

S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies):

Celosis, 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: newScale, Inc.

Internal Address:

Street Address: 300 Lakeside Drive

City: Oakland State: CA Zip: 94612

- 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: April 30, 2001

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

A. Trademark Application No.(s)

REQUEST CENTER 75/909,747

B. Trademark Registration No.(s) N/A

Additional number(s) attached Yes No

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

Name: John W. Calkins, Esq.

Internal Address:

McCUTCHEM, DOYLE, BROWN & ENERSEN LLP Street Address: Three Embarcadero Center Suite 1800 San Francisco State: CA Zip: 94111

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

50-0664

(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.

Tina Salem Name of Person Signing

Signature

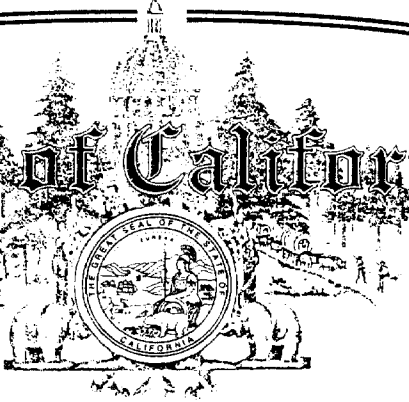
10-1-2001 Date

3

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

State of California



SECRETARY OF STATE

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

That the attached transcript of 1 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



Secretary of State

**CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
CELOSIS, INC.**

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

MAY 11 2001

BILL JONES, Secretary of State

The undersigned certifies that:

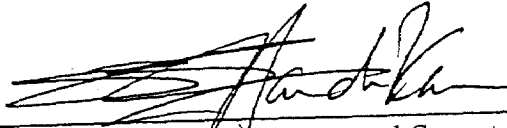
1. He is the president and the secretary of Celosis, Inc., a California corporation.
2. The First Article of the Amended and Restated Articles of Incorporation of this corporation (the "*Articles*") is amended to read as follows:

"**First:** The name of the Corporation is **newScale, Inc.**"

3. The foregoing amendment of the Amended and Restated Articles has been duly approved by the board of directors.
4. The foregoing amendment of the Amended and Restated Articles has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 6,075,000 shares of Common Stock and 15,000,000 shares of 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 total shares of outstanding Common Stock and more than 50% of the total shares of outstanding Preferred Stock.

I 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 my own knowledge.

DATE: April 30, 2001



Shirish Hardikar, President and Secretary

