Expires 06/30/99			U.S. Department of Commerce	
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	of Patents and Trademarks: Pleas	e record the attached original of	locument(s) or copy(ies).	
Submission Type	.	Conveyance Type		
New		Assignment [License	
	Non-Recordation)	Security Agreement	Nunc Pro Tunc Assignment	
Document ID #		Merger	Effective Date	
Correction of PTO	Error		Month Day Year	
Reel #	Frame #	[[50] au a	04/03/2000	
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Reel # 002240	Frame # 0217	Other		
Conveying Party	Mark if additional n	ames of conveying parties attache	d Execution Date Month Day Year	
Name Tera Con	puter Company		04/03/2000	
Formerly				
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	neral Partnership Limited	Partnership X Corporation	n Association	
Other Citizen Clair (Ct. 4.				
	Incorporation/Organization	Washington		
Receiving Party		ames of receiving parties attached		
Name C	ray Inc.			
DBA/AKA/TA				
Composed of				
Address (line 1) 411 First Avenue South, Suite 600				
Address (line 2)				
Address (line 3) Se	attle	Washington	98104	
<u></u>	City	State/Country	Zip Code	
Individual Ge	eneral Partnership Limited	the receiving	nt to be recorded is an assignment and ng party is not domiciled in the	
Corporation Association United States, an appointment of a domestic representative should be attached. (Designation				
Other must be a separate document from Assignment.)				
Citizenship/State of Incorporation/Organization Washington				
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Doc# 1441417\1

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Domestic Ren	presentative Nam	e and Address	Enter for the first Receiving Party only.
Name			
Address (line 1)			
Address (line 2)			
Address (line 3)			
Address (line 4)			
Corresponden	t Name and Add	ress Area Code and Telephone Numb	per (612) 371-3283
Name	Marie-Flore V. Johnson	n .	
Address (line 1)	Lindquist & Vennum	PLLP	
Address (line 2)	4200 IDS Center		
Address (line 3)	80 South 8th Street		
Address (line 4)	Minneapolis, MN 554	02	
Pages		al number of pages of the attached o	onveyance # 12
		cluding any attachments.	
Trademark App	plication Number(s) or Registration Number(s)	X Mark if additional numbers attached
		Number <u>or</u> the Registration Number (DO NOT ENTE	
Tradici	mark Application N	1622950	egistration Number(s) 1644996 1921698
		1852899	2270916 1874529
		1848142	1978484 1273387
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Number of Pro	perties	Enter the total number of properties involved	d. # 16
Fee Amount		Fee amount for Properties Listed (37 CFR 3.4	1): \$ 415.00
	of Payment	Enclosed Deposit Account	X Ar ok
Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)			
(, , , , , , , , , , , , , , , , , , , ,	Deposit Account Number:	# 500837
		Authorization to charge additional fee	es: Yes X No
Statement and			
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.			
	~ I	ME EOD	
	re Johnson	In.U. Danson	October 1, 2001
Name of Pa	erson Signing	Signature	Date Signed

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Conveying Party Enter Additional Conve	Mark if additional names of conveying parties attached eying Party	Execution Date Month Day Year	
Name Ter	ra Computer Company	04/03/2000	
Formerly			
Individual [General Partnership Limited Partnership X Corporation	Association	
Other			
	te of Incorporation/Organization Washington		
Receiving Party	Mark if additional names of receiving parties attached		
Enter Additional Receiv			
Name	Cray Inc.		
DBA/AKA/TA			
Composed of			
Address (line 1)	411 First Avenue South, Suite 600		
Address (line 2)			
Address (line 3)	Seattle Washington	98104	
mar south as f	City State/Country	Zip Code	
Individual Corporation	General Partnership Limited Partnership If document to be the receiving part United States, an representative sh	e recorded is an assignment and by is not domiciled in the appointment of a domestic ould be attached. (Designation	
Other	must be a separa	te document from Assignment.)	
X Citizenship/Star	ite of Incorporation/Organization Washington		
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).			
Trademar	rk Application Number(s) Registration Number(s) 1524333	imber(s)	
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RECOI	RDATION FORM COVER SHEET		
4 1	TRADEMARKS ONLY		
The Company of Passage and Trade	emarks: Please record the attached original document(s) or copy(ies).		
	Conveyance Type		
Submission Type New	Assignment License		
Resubmission (Non-Recordation)	Security Agreement Nunc Pro Tunc Assignment		
Document ID #	Merger Effective Date Month Day Year		
Correction of PTO Error	04/03/200		
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Corrective Document	Other		
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Conveying Party Mar	k if additional names of conveying parties attached Execution Date Month Day Year		
Name Tera Computer Company	04/03/2000		
Formerly			
	Limited Partnership X Corporation Association		
Individual General Partnership			
Other LLC Citizenship/State of Incorporation/Or	rganization Delaware		
Receiving Party Man	rk if additional names of receiving parties attached		
Name Cray Inc.			
DBA/AKA/TA			
Composed of			
Address (line 1) 411 First Avenue Sou	nth, Suite 600		
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United States, an appointment of a domestic			
Corporation Association	must be a separate document from Assignment.)		
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02 #C:482 375.00 CH			

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Name				The state of the s
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (linc 4)				
Corresponden	nt Name and Add	Tess Area Code	and Telephone Num	ber (612) 371-3283
Name	Marie-Flore V. Johnso	2		
Address (line I)	Lindquist & Vennum 1	PLLP		
Address (line 2)	4200 IDS Center			
Address (line 3)	80 South 8th Street			
Address (line 4)	Minneapolis, MN 554	02		·
Pages	Enter the tot	al number of pages	of the attached o	conveyance # 3
	document in	cluding any attachi	ments.	* 5
Trademark App	plication Number(s) or Registration l	Number(s)	X Mark if additional numbers attached
				ER BOTH numbers for the same property).
Trade	nark Application N	umber(s)		egistration Number(s)
			1622950	1644996 1921698
			1852899	2270916 1874529
			1848142	1978484 1273387
Number of Pro	perties	Enter the total number	r of properties involve	rd. #
Fee Amount		Fee amount for Propert	ies Listed (37 CFR 3.4	41): \$ 415.00
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 N	Yumber:	# 500837
		Authorization to cl	parge additional fo	es: Yes X 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				
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FORM PTO-1618A Expires 06/30/99 OMB 0651-0027	RECORDATION FORM CONTINUAT TRADEMARK	TION	U.S. Department of Commerce Patent and Trademark Office TRADEMARK
Conveying Party Enter Additional Convey	ying Party	al names of conveying parties attached	Execution Date Month Day Year
Name Tera	Computer Company		4/03/2000
Formerly			
Individual General Partnership Limited Partnership Corporation Association X Other LLC			
State of Incorpora		Delaware	
Receiving Party Enter Additional Receiving		il names of receiving parties attached	
Name	Cray Inc.		
DBA/AKA/TA	Clay III.		
Composed of			
Address (line 1)	411 First Avenue South, Suite 600		
Address (line 2)	411 1 In Francisco South, Said 600		
Address (line 3)	Scattle	Vashington/USA	98104
,	City	State/Country	Zip Code
Individual [General Partnership Limited 1	Partnership If document to be the receiving partnership	e recorded is an assignment and the first including the recorded in the
Corporation	Association	United States, au representative sh	ty is not domiciled in the appointment of a domestic total be attached. (Designation
Other		miust be a separe	ite document from Assignmen!.)
X State of Incorpor	ration	Washington/USA	
Trademark Applica	tion Number(s) or Registration 1	Number(s) Mark if	additional numbers attached
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1 rademark	Application Number(s)	Registration N	umber(s)
		1746251	
		[1307788	
		1404893	
		1910704	
		1417328	
		2149629	

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STATE of WASHINGTON



SECRETARY of STATE

I, SAM REED, Secretary of State of the State of Washington and custodian of its seal,

hereby certify by this certificate that the attached is a true and correct copy of

ARTICLES OF AMENDMENT

of

TERA COMPUTER COMPANY

Changing name to CRAY INC.

as filed in this office on April 3, 2000.



Date: April 10, 2001

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital

em Serviery of State

STATE of WASHINGTON



SECRETARY of STATE

I, RALPH MUNRO, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF AMENDMENT

to

TERA COMPUTER COMPANY

a Washington Profit corporation. Articles of Amendment were filed for record in this office on the date indicated below.

Changing name to CRAY INC.

UBI Number: 601 058 422

Date: April 03, 2000



Given under my hand and the Seal of the State of Washington at Olympia, the State Capital



MARKET HARMA CHARMET CITIS . CYCL

FILED STATE OF WASHINGTON APR 03 2000 **RALPH MUNRO** SECRETARY OF STATE

ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF TERA COMPUTER COMPANY

Articles of Amendment to the Restated Articles of Incorporation of Tera Computer Company, a Washington corporation, are herein executed by said corporation, pursuant to the provisions of RCW 23B.01.200 and RCW 23B.10.060, as follows:

- 1. The name of the corporation is Tera Computer Company.
- 2. The amendment to the Restated Articles of Incorporation of this corporation deletes the language of Article I in its entirety and replaces such Article with the following language:

ARTICLE I

Name

The name of the Corporation is Cray Inc.

- No exchange, reclassification or cancellation of issued shares shall be effected by this amendment.
- The date of the adoption of said amendment by the Board of Directors of said corporation was February 22, 2000.
- The amendment to the Restated Articles of Incorporation was duly approved by the Board of Directors in accordance with the provisions of RCW 23B.10.020, and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment in an official and authorized capacity under penalty of perjury this 3 day of April . 2000.

TERA COMPUTER COMPAI

Kenneth W. Johnson,

Its Vice President-Pinance, Chief

Financial Officer and Secretary

Sentic-3030003 1 0073543-00001

RECORDED: 10/11/2001