

FORM PTO-1594

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

U.S. Department of Commerce  
Patent and Trademark Office  
Attorney Docket No. 07539.8059

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

1. Name(s) of conveying party(ies):

Gateway 2000, Inc.

- Individual(s)
- Association
- Limited Partnership
- Corporation
- General Partnership
- 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: May 24, 1999

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

Name: Gateway, Inc.

Address: 14303 Gateway Place  
Poway, CA 92064

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

If assignee is not domiciled in the United States, a domestic representative is attached:  Yes  No

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

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

A. Trademark Application Number(s):

B. Trademark Registration Number(s):

2,139,954 (SOLO)

Additional numbers attached?  Yes  No

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

Name: Douglas A. Rettew

Address: FINNEGAN, HENDERSON, FARABOW,  
GARRETT & DUNNER, L.L.P.  
1300 I Street, N.W.  
Washington, D.C. 20005-3515

6. Total number of applications and registrations involved: 22

7. Total fee (37 CFR 3.41): \$565.00

- Enclosed
- Authorized to be charged to deposit account
- Authorized to be charged to deposit account only if fee is deficient

8. Deposit Account No.: 06-0916

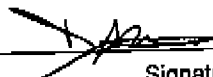
DO NOT USE THIS SPACE

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.*

Douglas A. Rettew

Name of person signing



Signature

1/6/03

Date

Total number of pages including cover sheet, attachments and documents: 6

**SCHEDULE A****UNITED STATES TRADEMARK REGISTRATIONS**

<b><u>MARK</u></b>	<b><u>REG. NOS.</u></b>	<b><u>ISSUED</u></b>
Cow-Spot Design	1,725,231	10/20/92
DESTINATION	2,244,783	05/11/99
Miscellaneous Design	1,702,985	07/28/92
GATEWAY 2000	1,624,580	11/27/90
GATEWAY 2000	1,810,503	12/14/93
HANDBOOK	1,742,206	12/22/92
GATEWAY COUNTRY	2,173,818	07/14/98
GATEWAY 2000 COUNTRY	2,173,817	07/14/98
Miscellaneous Design	2,172,359	07/14/98
PERFECT SCHOLAR	2,234,994	03/23/99
GATEWAY MAGAZINE	2,303,811	12/28/99
1-800-GATEWAY	2,367,392	07/18/00
GATEWAY2000 SOLO	2,117,229	12/02/97
GW2K	1,971,276	04/30/96
"YOU'VE GOT A FRIEND IN THE BUSINESS"	1,701,539	07/21/92
Miscellaneous Design	2,033,377	01/28/97
ANYKEY	1,727,205	10/27/92

**SCHEDULE A (Continued)**

<b><u>MARK</u></b>	<b><u>REG. NOS.</u></b>	<b><u>ISSUED</u></b>
CRYSTALSCAN	1,746,943	01/19/93
FIELD MOUSE	1,976,994	05/28/96
LIBERTY	2,020,264	12/03/96
GATEWAY SOLO	2,177,114	07/28/98

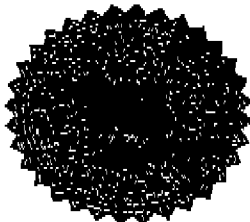
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "GATEWAY 2000, INC.", CHANGING ITS NAME FROM "GATEWAY 2000, INC." TO "GATEWAY, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF MAY, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID RESTATED CERTIFICATE IS THE FIRST DAY OF JUNE, A.D. 1999.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2113003

2251983 8100

020730394

DATE: TRADEMARK  
REEL: 002592 FRAME: 0246

MAY-25-1999 14:37 FROM CT CORPORATION SYSTEM

**CERTIFICATE OF AMENDMENT OF  
RESTATED CERTIFICATE OF INCORPORATION  
OF GATEWAY 2000, INC.**

Gateway 2000, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

1. The name of the Corporation is Gateway 2000, Inc.

2. The date on which the Restated Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of Delaware was December 6, 1993, and a Corrected Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on September 15, 1994 (the "Restated Certificate").

3. This Certificate of Amendment amends a provision of the Restated Certificate and has been duly adopted by the Board of Directors in accordance with the provisions of Sections 141 and 242 of the DGCL, and further adopted in accordance with the provisions of Sections 216 and 242 of the DGCL by the stockholders of the Corporation.

4. Article FIRST of the Restated Certificate is hereby amended and restated to read in its entirety as follows:

"FIRST: The name of the corporation is Gateway, Inc. (hereinafter called the "Corporation")."

5. The first paragraph of Article FOURTH of the Restated Certificate is hereby amended and restated to read in its entirety as follows:

"FOURTH: The total number of shares of capital stock which the Corporation shall have authority to issue is 1,006,000,000 shares, consisting of:

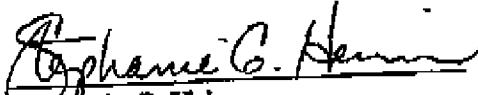
- (1) 1,000,000,000 shares of Common Stock, par value \$0.01 per share ("Common Stock");
- (2) 1,000,000 shares of Class A Common Stock, par value \$0.01 per share ("Class A Common Stock"); and
- (3) 5,000,000 shares of Preferred Stock, par value \$0.01 per share ("Preferred Stock")."

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED MAY 25 1999  
901209835 - 2251983

6. This Certificate of Amendment of the Restated Certificate of Incorporation shall be effective at 12:01 a.m. Eastern Daylight Time on June 1, 1999.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by a duly authorized officer of the Corporation as of May 24, 1999.

GATEWAY 2000, INC.

  
Stephanie G. Heim  
Assistant Secretary