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12-24-2002

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TO THE ASSISTANT COMMISSIONER OF PATENT AND TRADEMARK OFFICE



Send original documents or copy thereof.

1. Name of conveying party(ies):

102322227

Name of receiving party(ies):

iGo Corporation

Name: iGo Direct Corporation

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State -- Delaware
- Other:

Street Address: 9850 Double R Boulevard
City: Reno State: NV ZIP: 89521

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State -- Delaware
- Other:

Additional name(s) of conveying party(ies) attached?

Yes No

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) and address(es) attached?

Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

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

a. Trademark Application No(s):

76/037,214

76/176,700

b. Trademark Registration No(s):

1,909,226 2,229,196

2,030,468 2,295,509

2,115,703 2,539,911

2,122,739 2,610,132

Additional numbers attached? Yes No

Execution Date: August 30, 2002

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

Name: Jonathan A. Hyman
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995

Internal Address: Fourteenth Floor
Street Address: 2040 Main Street
City: Irvine State: CA ZIP: 92614
Attorney's Docket No.: IGOCORP.151GEN

7. Total fee (37 CFR 1.21(h)): \$ 290.00

Enclosed

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 10

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.

Jonathan A. Hyman
Name of Person Signing

Jonathan A. Hyman
Signature

12.20.02
Date

Total number of pages including cover sheet, attachments and document: 5

Mail documents to be recorded with required cover sheet information to:

12/26/2002 6TDM11 00000177 76037214

01 FC:8521
02 FC:8522

40.00/OP
225.00/OP

U.S. Patent and Trademark Office
Attn: Assignment Division
Crystal Gateway-4
1213 Jefferson Davis Highway, Suite 320
Arlington, VA 22202

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RECEIVED 017
2002 DEC 26 PM 2:15
ASSIGNMENT DIV.
Repl. Ref: 12/26/2002 6TDM11 0014300100
DOI: 11410 Name/Number: 76037214
FC: 9204 \$25.00 CR

**CERTIFICATE OF MERGER
OF
iGo CORPORATION
INTO
IGOC ACQUISITION, INC.**

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law, IGOC Acquisition, Inc., a Delaware corporation, certifies that:

First: The names and state of jurisdiction of incorporation of each of the constituent corporations of the merger is as follows:

Name	State
iGo Corporation	Delaware
IGOC Acquisition, Inc.	Delaware

Second: An Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Subsection (c) of Section 251 of the Delaware General Corporation Law.

Third: The name of the surviving corporation of the merger is IGOC Acquisition, Inc., a Delaware corporation.

Fourth: The Certificate of Incorporation of IGOC Acquisition, Inc., which will survive the merger, shall be amended to change the name of the surviving corporation to iGo Direct Corporation. The amendment alters the Certificate of Incorporation of the surviving corporation as follows:

"First: The name of the Corporation is iGo Direct Corporation."

Fifth: The executed Agreement and Plan of Merger is on file at the principal place of business of IGOC Acquisition, Inc., the address of which is 7955 East Redfield Road, Scottsdale, Arizona 85260.

Sixth: A copy of the Agreement and Plan of Merger will be furnished by IGOC Acquisition, Inc., on request and without cost, to any stockholder of any constituent corporation.

Dated this 20th day of August, 2002.

[Signatures page follows]

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 08:00 AM 08/02/2002
020530686 - 3503034

IGO CORPORATION

By: _____
David E. Olson, Acting
Chief Executive Officer

IGOC ACQUISITION, INC.

By: 
Charles R. Molloy,
Chief Executive Officer

IGG CORPORATION

By:


**David E. Olson, Acting
Chief Executive Officer**

IGOC ACQUISITION, INC.

By:


**Charles R. Mulla,
Chief Executive Officer**

Delaware

PAGE 1

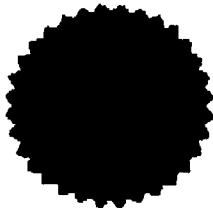
The First State

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 CERTIFICATE OF MERGER, WHICH MERGES:

"IGO CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "IGOC ACQUISITION, INC." UNDER THE NAME OF "IGO DIRECT CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF SEPTEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3503034 8100M

020550686

AUTHENTICATION: 1965797

DATE: 09-03-02