



To the Honorable Commissioner of Patents and T.

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nents or copy thereof.

1. Name of conveying party(ies):

Name: **EarthWatch Incorporated**

3-303

- Individual Association
- General Partnership Limited Partnership
- Corporation - Delaware
- Other Swiss Cooperative

Additional name(s) of conveying party(ies) attached? Yes No

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

Name: **DigitalGlobe, Inc.**

Internal Address:

1900 Pike Road
Longmont, Colorado 80501

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation- Delaware
- 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: August 21, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2653714	2133131
2626153	2136168
2497829	2137725
2487069	2484701
2385734	
2470721	
2264047	

Additional numbers attached? Yes No

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

Name: **Paula Jill Krasny**

Internal Address: **One Prudential Plaza**

Street Address: **130 East Randolph Drive, Suite 3500**

City: **Chicago** State: **Illinois** ZIP: **60601**

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41): \$290

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

501-649

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.

Paula J. Krasny

Name of Person Signing

Signature

2/24/03

Date

Total number of pages comprising cover sheet: 3

RECEIVED
MAR 2 11 3 AM '03
PATENT AND TRADEMARK OFFICE

03/05/2003
01 FC-0521
02 FC-0522
E23RPER 0000029 501649 2553714
40.00 CH
250.00 CH

Delaware

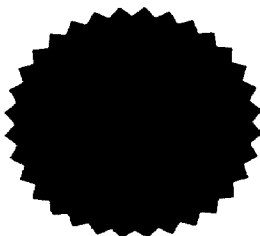
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The First State

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 AMENDMENT OF "EARTHWATCH INCORPORATED", CHANGING ITS NAME FROM "EARTHWATCH INCORPORATED" TO "DIGITALGLOBE, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF AUGUST, A.D. 2002, AT 9 O'CLOCK A.M.

2535465 8100

020578491



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2031554

DATE: 10-11-02

TRADEMARK
REEL: 002683 FRAME: 0018

**CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION
OF
EARTHWATCH INCORPORATED
(Pursuant to Section 242
of the General Corporation Law of the State of Delaware)**

EarthWatch Incorporated, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies:

FIRST, that the Board of Directors of the Corporation by unanimous written consent of its member, filed with the minutes of the Board duly adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of the Corporation (the "Certificate of Incorporation") in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware:

RESOLVED, that the Board of Directors of the Corporation deems and declares advisable the following amendment to the Certificate of Incorporation:

1. To amend Article I to read in its entirety as follows:

The name of the corporation is DigitalGlobe, Inc. (the "Corporation").

2. That in lieu of a meeting and vote of stockholders, the stockholders of the Corporation, having not less than the minimum number of votes necessary to authorize such action, have given written consent to, and duly adopted, said amendment in accordance with the provisions of Sections 228(a) and 242 of the General Corporation Law of the State of Delaware, and written notices to any non-consenting stockholders have been given in accordance with Section 228(e) of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 21st day of August, 2002.

EARTHWATCH INCORPORATED

By: 

HERBERT F. SATTERLEE III
President and Chief Executive Officer