

12-05-2003

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102616094 TRADEMARKS ONLY

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

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

Tab settings

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

1. Name of conveying party(ies):

DiamondBack Vision, Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation-State 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: 11-19-03

2. Name and address of receiving party(ies)

Name: ObjectVideo, Inc.

Internal Address:

Address:

Street Address: 11600 Sunrise Valley Dr.

City: Reston State: VA Zip: 20191

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State 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

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

A. Trademark Application No.(s) 76/498453; 76/492059; 76/492060; 76/057510

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: VENABLE

Internal Address:

Street Address: P. O. Box 34385

City: Washington Zip: 20043

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 3.41) \$ 115.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

22-0261

12/04/2003 DBYRNE 00000121 76498453 01 FC:8521 40.00 DP 02 FC:8522 75.00 DP

DO NOT USE THIS SPACE

9. Signature.

Clifton E. McCann

Name of Person Signing

Signature

Dec. 3, 2003

Date

5

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

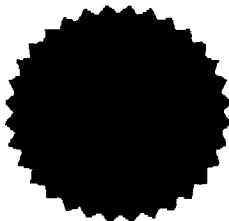
# Delaware

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 AMENDMENT OF "DIAMONDBACK VISION, INC.", CHANGING ITS NAME FROM "DIAMONDBACK VISION, INC." TO "OBJECTVIDEO, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF NOVEMBER, A.D. 2003, AT 12:22 O'CLOCK P.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

3144215 8100

AUTHENTICATION: 2758815

030743485

DATE: 11-19-03

TRADEMARK  
REEL: 002873 FRAME: 0627

**CERTIFICATE OF AMENDMENT**  
**OF THE AMENDED AND RESTATED**  
**CERTIFICATE OF INCORPORATION**  
**OF**  
**DIAMONDBACK VISION, INC.**

DiamondBack Vision, Inc. (the "*Corporation*"), a corporation duly organized and existing under the General Corporation Law of the State of Delaware, does, by Clara Conti, its Chief Executive Officer, under its corporate seal, hereby certify that:

A. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on December 15, 1999. A Certificate of Designation was filed December 21, 1999. A Certificate of Amendment to the Certificate of Incorporation of the Corporation was filed on January 11, 2001. An Amended Certificate of Designation was filed January 11, 2001. A Certificate of Amendment to the Amended Certificate of Designation was filed March 29, 2001. An Amended and Restated Certificate of Incorporation of the Corporation was filed November 19, 2002. A Certificate of Amendment to the Amended and Restated Certificate of Incorporation was filed March 17, 2003.

B. Pursuant to Sections 141 and 242 of the General Corporation Law of the State of Delaware, the Board of Directors of the Corporation found that the following proposed amendment of the Amended and Restated Certificate of Incorporation of the Corporation, as amended, was advisable and in the best interests of the Corporation, authorized and approved such amendment, and directed that following proposed amendment be submitted for consideration and action thereon by the Stockholders of the Corporation:

1. Article I of the Amended and Restated Certificate of Incorporation of the Corporation, as amended, shall be deleted in its entirety and the following Article I shall be substituted in lieu thereof:

"I.

The name of this corporation shall be ObjectVideo,  
Inc. (the "*Corporation*")."

2. Article IV.A of the Amended and Restated Certificate of Incorporation of the Corporation, as amended, shall be deleted in its entirety and the following paragraph shall be substituted in lieu thereof:

"A. The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is 165,706,474 shares, 120,000,000 shares of which shall be Common Stock (the "*Common Stock*") and 45,706,474

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:25 PM 11/19/2003  
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shares of which shall be Preferred Stock (the "*Preferred Stock*"). The Preferred Stock shall have a par value of one cent (\$0.01) per share and the Common Stock shall have a par value of one cent (\$0.01) per share."

3. Article IV.C of the Amended and Restated Certificate of Incorporation of the Corporation, as amended, shall be deleted in its entirety and the following paragraph shall be substituted in lieu thereof:

"8,733,480 of the authorized shares of Preferred Stock are hereby designated "*Series A Preferred Stock*" (the "*Series A Preferred*"), and 36,972,994 of the authorized shares of Preferred Stock are hereby designated "*Series B Preferred Stock*" (the "*Series B Preferred*"), and together with the Series A Preferred, the "*Preferred*").

C. The foregoing amendment of the Amended and Restated Certificate of Incorporation of the Corporation, as amended, was duly adopted by the holders of a majority of the outstanding shares of capital stock of the Corporation entitled to vote thereon, in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

[Signature Page Follows]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed and executed in its corporate name by its Chief Executive Officer, who declares, affirms, acknowledges and certifies, under the penalties of perjury, that this is her free act and deed and that the facts stated herein are true, and caused its corporate seal to be hereunto affixed, as of the 19<sup>th</sup> day of November, 2003.

DIAMONDBACK VISION, INC.,

  
Clara Conti, Chief Executive Officer

*[Certificate of Amendment to Amended and Restated Certificate of Incorporation]*