

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Automated Power Exchange, Inc.		01/11/2005	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	APX, Inc.		
Street Address:	5201 Great America Parkway #522		
City:	Santa Clara		
State/Country:	CALIFORNIA		
Postal Code:	95054		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2323008	WE MAKE ELECTRICITY EASY	
Registration Number:	2315516	APX	
Registration Number:	2757146	THE POWER BEHIND THE TRANSACTION	
Serial Number:	78425592	APX OUR KNOWLEDGE IS POWER	
CORRESPONDENCE DATA			
Fax Number:	(415)268-7522		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	415 268 6327		
Email:	rlal@mofo.com		
Correspondent Name:	Lynn M. Humphreys		
Address Line 1:	425 Market Street		
Address Line 4:	San Francisco, CALIFORNIA 94105-2482		
NAME OF SUBMITTER:	Lynn M. Humphreys		
Signature:	/Lynn M. Humphreys/		

CH \$115.00 2323008

Date:

06/23/2005

Total Attachments: 3

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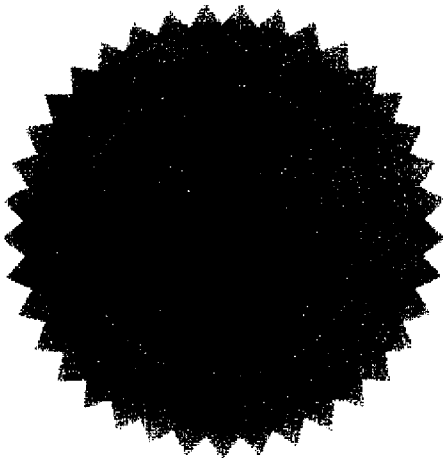
SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 19 2005



Kevin Shelley
Secretary of State

AMENDMENT TO AMENDED AND RESTATED ARTICLES OF INCORPORATION**OF**
AUTOMATED POWER EXCHANGE, INC.**ENDORSED - FILED**
In the office of the Secretary of State
of the State of California

JAN 11 2005

KEVIN SHELLEY
Secretary of State

Bruce Gilpin and J. Robert Suffoletta certify that:

1. They are the Senior Vice President and Chief Financial Officer and Secretary, respectively, of Automated Power Exchange, Inc., a California corporation.
2. Article I of the Amended and Restated Articles of Incorporation of this corporation is amended to read in full as follows:


"ARTICLE I**The name of this corporation is APX, Inc."**

3. The foregoing amendment of the Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing amendment of the Articles of Incorporation of the corporation has been duly approved by the required vote of shareholders in accordance with Sections 902 and 903 of the California Corporations Code. The total number of outstanding shares of each class of stock of the corporation entitled to vote with respect to the amendment was 4,899,074 shares of common stock, 3,100,000 shares of Series A Preferred Stock, 5,303,939 shares of Series B-1 Preferred Stock, 2,500,000 shares of Series B-2 Preferred Stock and 4,609,680 shares of Series C Preferred Stock. The number of shares of the corporation voting in favor of the Amendment to the Articles of

Incorporation equaled or exceeded the vote required. The percentage vote required was more than 50% of the Common Stock and Preferred Stock, voting together, and more than 75% of the Series A Preferred Stock and more than 50% of the Series B-1 Preferred Stock, each voting separately. Neither the Series B-2 Preferred Stock nor the Series C Preferred Stock is entitled to a separate vote on this matter.



Bruce Gilpin,
Senior Vice President and Chief Financial Officer



J. Robert Suffoletta,
Secretary

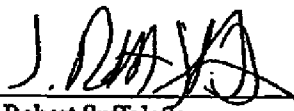
The undersigned declare under penalty of perjury that the matters set forth in the foregoing Certificate are true of their own knowledge.

Executed at Santa Clara, California on June 29, 2004.



Bruce Gilpin,
Senior Vice President and Chief Financial Officer

Executed at Austin, Texas on June 29, 2004.



J. Robert Suffoletta,
Secretary

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