

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/30/2002

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
IGO CORPORATION		08/30/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	IGO DIRECT CORPORATION
Street Address:	17800 N. Perimeter Drive, Suite 200
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85255
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	75158699	1-800-BATTERIES

CORRESPONDENCE DATA

Fax Number: (214)953-5822
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 214-953-5912
 Email: agreenspan@jw.com
 Correspondent Name: Alan N. Greenspan
 Address Line 1: 901 Main Street, Suite 6000
 Address Line 4: Dallas, TEXAS 75202

ATTORNEY DOCKET NUMBER:	101950.9
NAME OF SUBMITTER:	Alan N. Greenspan
Signature:	/alan n. greenspan/

CH \$40.00 75158699

Date:

11/23/2005

Total Attachments: 12

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**CERTIFICATE OF INCORPORATION
OF
IGOC ACQUISITION, INC.**

FIRST. The name of the Corporation is IGOC Acquisition, Inc.

SECOND. The Corporation will have perpetual existence.

THIRD. The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law.

FOURTH. The aggregate number of shares of capital stock that the Corporation will have authority to issue is One Thousand (1,000), all of which will be shares of Common Stock, having a par value of \$0.01 per share.

FIFTH. No stockholder of the Corporation will, solely by reason of holding shares of any class, have any preemptive or preferential right to purchase or subscribe for any shares of the Corporation, now or hereafter to be authorized, or any notes, debentures, bonds or other securities convertible into or carrying warrants, rights or options to purchase shares of any class, now or hereafter to be authorized, whether or not the issuance of any such shares or such notes, debentures, bonds or other securities would adversely affect the dividend, voting or any other rights of such stockholder. The Board of Directors may authorize the issuance of, and the Corporation may issue, shares of any class of the Corporation, or any notes, debentures, bonds or other securities convertible into or carrying warrants, rights or options to purchase any such shares, without offering any shares of any class to the existing holders of any class of stock of the Corporation.

SIXTH. At all meetings of stockholders, a quorum will be present if the holders of a majority of the shares entitled to vote at the meeting are represented at the meeting in person or by proxy.

SEVENTH. Stockholders of the Corporation will not have the right of cumulative voting for the election of directors or for any other purpose.

EIGHTH. The Board of Directors is expressly authorized to alter, amend or repeal the Bylaws of the Corporation or to adopt new Bylaws.

NINTH. (a) The Corporation will, to the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended, indemnify any and all persons it has power to indemnify under such law from and against any and all of the expenses, liabilities or other matters referred to in or covered by such law. Such indemnification may be provided pursuant to any Bylaw, agreement, vote of stockholders or disinterested directors or otherwise, both as to action in his director or officer capacity and as to action in another capacity while holding such office, will continue as to a person who has ceased to be a director, officer, employee or agent, and will inure to the benefit of the heirs, executors and administrators of such a person.

(b) If a claim under the preceding paragraph (a) is not paid in full by the Corporation within 30 days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim and, if successful in whole or in part, the claimant will be entitled to be paid also the expense of prosecuting such claim. It will be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any proceeding in advance of its final disposition where the required undertaking, if any is required, has been tendered to the Corporation) that the claimant has not met the standards of conduct that make it permissible under the laws of the State of Delaware for the Corporation to indemnify the claimant for the amount claimed, but the burden of proving such defense will be on the Corporation. Neither the failure of the Corporation (including its Board of Directors, independent legal counsel, or its stockholders) to have made a determination prior to the commencement of such action that indemnification of the claimant is proper in the circumstances because he has met the applicable standard of conduct set forth in the laws of the State of Delaware nor an actual determination by the Corporation (including its Board of Directors, independent legal counsel, or its stockholders) that the claimant has not met such applicable standard of conduct, will be a defense to the action or create a presumption that the claimant has not met the applicable standard of conduct.

TENTH. To the fullest extent permitted by the laws of the State of Delaware as the same exist or may hereafter be amended, a director of the Corporation will not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of this Article will not increase the personal liability of any director of the Corporation for any act or occurrence taking place before such repeal or modification, or adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification. The provisions of this Article Ten shall not be deemed to limit or preclude indemnification of a director by the Corporation for any liability of a director that has not been eliminated by the provisions of this Article Ten.

ELEVENTH: The address of the Corporation's initial registered office is 1209 Orange Street, Wilmington, Delaware 19801, County of New Castle, and the name of its initial registered agent at that address is The Corporation Trust Company.

TWELFTH. The number of directors constituting the initial Board of Directors of the Corporation is three and the names and mailing addresses of such persons, who are to serve as directors until the first annual meeting of the stockholders or until their successors are elected and qualified, are:

<u>Name</u>	<u>Address</u>
Charles R. Mollo	7955 East Redfield Road Scottsdale, Arizona 85260
William O. Hunt	7955 East Redfield Road Scottsdale, Arizona 85260
Joan W. Brubacher	7955 East Redfield Road Scottsdale, Arizona 85260

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Hereafter, the number of directors will be determined in accordance with the Bylaws of the Corporation.

THIRTEENTH. The powers of the incorporator will terminate upon the filing of this Certificate. The name and mailing address of the incorporator are:

Name
Alicia P. Boston

Address
901 Main Street
Suite 6000
Dallas, Texas 75202

EXECUTED as of the 15th day of March, 2002.

By: 
Printed Name: Alicia P. Boston, Incorporator

Delaware

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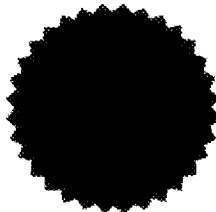
The First State

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 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

AUTHENTICATION: 1963797

020550686

DATE: 09-03-02

TRADEMARK
REEL: 003198 FRAME: 0760

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 name and state or 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.

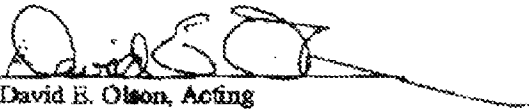
Sixth: A copy of the Agreement and Plan of Merger will be furnished by IGOC Acquisition, Inc., on request and without cost, to any stockholder of any constituent corporation.

Dated the 30th day of August, 2002.

[Signature page follows]

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 09/03/2002
020550686 - 3303034

IGO CORPORATION

By: 
David E. Olson, Acting
Chief Executive Officer

IGOC ACQUISITION, INC.


By: _____
Charles R. Mollo,
Chief Executive Officer

3204356vt

IGO CORPORATTON

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

IGOC ACQUISITION, INC.

By: 
Charles R. Mallo,
Chief Executive Officer

13962266.0

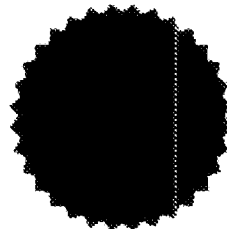
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "IGO DIRECT CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF MAY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3503034 8300

AUTHENTICATION: 2443355

0000000000

NAME - 05-29-03
STATE - DE
CORPORATION - IGO DIRECT CORPORATION
JUN-23-2003 10:55:28 AM

TRADEMARK

REEL: 003198 FRAME: 0764

**ACTION BY UNANIMOUS WRITTEN CONSENT
OF THE SOLE SHAREHOLDER AND
BOARD OF DIRECTORS
OF
iGO DIRECT CORPORATION
IN LIEU OF ANNUAL MEETING**

August 25, 2003

Pursuant to Sections 141(f) and 228 of the Delaware General Corporation Law, the undersigned, being the sole shareholder and directors of iGo Direct Corporation, a Delaware corporation (the "Corporation"), do hereby consent to the adoption of the following resolutions without the formality of convening an annual meeting of the Shareholder and Board of Directors, for and as the actions of the Corporation, as of the date set forth above:

1. RESOLVED, that each of the directors of the Corporation are hereby removed, effective immediately, and Charles R. Mollo and Joan W. Brubacher are hereby elected as the directors of the Corporation, each to serve until whichever of the following occurs first: the next succeeding annual meeting and his/her successor is elected and qualified, his/her resignation, his/her removal from office by the stockholders of the Corporation or his/her retirement;

2. RESOLVED FURTHER, that each of the officers of the Corporation are hereby removed from office, and the below-named persons are hereby elected to the office(s) shown opposite their names until their successors are properly named and elected, or until their earlier death, retirement, termination or resignation:

Tim Jeffries Chief Executive Officer and President

Joan W. Brubacher Chief Financial Officer, Vice President,
Treasurer and Secretary

3. RESOLVED FURTHER, that the form of Bylaws attached hereto as Exhibit A and incorporated herein by this reference be, and are hereby, the Bylaws of the Corporation;

4. RESOLVED FURTHER, that Joan W. Brubacher, the Chief Financial Officer, Vice President, Treasurer and Secretary of the Corporation is hereby authorized to liquidate any and all shares of capital stock owned by the Corporation, including without limitation the 726 shares of Prudential Financial common stock owned by the Corporation;

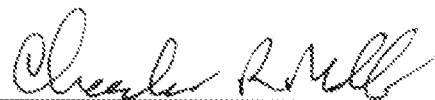
5. RESOLVED, that each of the above named officers of the Corporation is authorized to take such action as may be necessary or proper to implement each of the foregoing resolutions.

6. RESOLVED, that the foregoing resolutions are adopted and shall be effective as of the date first above written.

IN WITNESS WHEREOF, the undersigned has executed this consent, effective as of the date first above written.

SOLE SHAREHOLDER:


MOBILITY ELECTRONICS, INC.

By: 

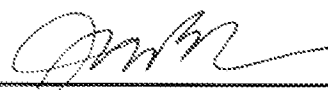
Name: Charles R. Mollo

Title: Chief Executive Officer, President and
Chairman

DIRECTORS:



Charles R. Mollo



Joan W. Brubacher

**WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
IGO DIRECT CORPORATION**

The undersigned, being the sole member of the Board of Directors (the "Board") of iGo Direct Corporation, a Delaware corporation (the "Corporation"), hereby consents in writing to the taking of the following actions and to the adoption of the following resolutions:

RESOLVED, that each of the officers of the Corporation are hereby removed from office, and the below-named persons are hereby elected to the office(s) shown opposite their names until their successors are properly named and elected, or until their earlier death, retirement, termination or resignation:

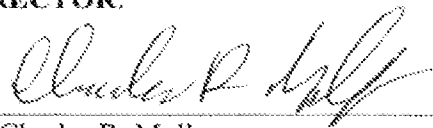
Tim Jeffries	Chairman of the Board, Chief Executive Officer and President
Joan Brubacher	Chief Financial Officer, Vice President, Treasurer and Assistant Secretary
Josh Whitney	General Manager
Rick Dahlson	Secretary

; and be it further

RESOLVED, that the officers of the Corporation, or any of them, be, and they hereby are, authorized, empowered and directed, for and on behalf of the Corporation, to take, or cause to be taken, any and all such action which such officer deems to be necessary or appropriate in order to effect the foregoing resolution.

EXECUTED, as of September 3, 2002.

DIRECTOR:



Charles R. Mollo

**WRITTEN CONSENT
OF
THE SOLE STOCKHOLDER
OF
IGO DIRECT CORPORATION**

The undersigned, being the sole stockholder of iGo Direct Corporation, a Delaware corporation (the "Corporation"), hereby consents to, approves and adopts the following resolutions, which resolutions will have the same force and effect as if adopted at a meeting of the Corporation's stockholders, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

RESOLVED, that each of the directors of the Corporation are hereby removed, effective immediately, and each of Joan Brubacher, Jeffrey S. Doss and Tim Jeffries are hereby elected as directors of the Corporation, each to serve until whichever of the following occurs first: the next succeeding annual meeting and his/her successor is elected and qualified, his/her resignation, his/her removal from office by the stockholders of the Corporation or his/her retirement; and be it further

RESOLVED, that any and all actions taken by any officer of the Corporation, whether heretofore or hereafter done or performed, in effecting the purpose and intent of the foregoing resolution are hereby adopted, approved, confirmed, and ratified as the valid and subsisting acts of the Corporation.

The undersigned sole stockholder of the Corporation has executed this consent as of September 3, 2002.

MOBILITY ELECTRONICS, INC.

By: 
Charles R. Mollé,
Chief Executive Officer