

Delaware

PAGE 1

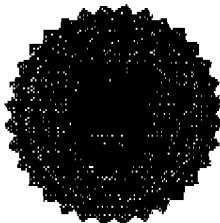
The First State

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 "SKYPILOT NETWORK, INC.", CHANGING ITS NAME FROM "SKYPILOT NETWORK, INC." TO "SKYPILOT NETWORKS, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF APRIL, A.D. 2005, AT 2:34 O'CLOCK P.M.

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

3331026 8100

050319440



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3826866

DATE: 04-21-05

TRADEMARK

REEL: 003355 FRAME: 0193

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF
SKYPILOT NETWORK, INC.**

SkyPilot Network, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "General Corporation Law"), does hereby certify:

FIRST: That this Corporation was originally incorporated pursuant to the General Corporation Law on December 14, 2000, under the name of SkyPilot Network, Inc.

SECOND: That pursuant to Section 141 and 242 of the General Corporation Law of the State of Delaware, the Board of Directors duly adopted resolutions proposing to amend the Amended and Restated Certificate of Incorporation of this Corporation, declaring said amendment to be advisable and in the best interests of this Corporation and its stockholders, which resolution setting forth the proposed amendment is as follows:

Article I shall be amended and restated to read in its entirety as follows:

"The name of this company is SKYPILOT NETWORKS, INC. (the "Company")."

THIRD: Thereafter, pursuant to a resolution of the Board of Directors, this Certificate of Amendment was submitted to the stockholders of the Corporation for their approval, and was duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law.

FOURTH: All other provisions of the Amended and Restated Certificate of Incorporation, as currently on file with the Secretary of State of the State of Delaware, shall remain in full force and effect.

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State of Delaware
Secretary of State
Division of Corporations
Delivered 02:44 PM 04/20/2005
FILED 02:34 PM 04/20/2005
SRV 050319440 - 3331026 FILE

**TRADEMARK
REEL: 003355 FRAME: 0194**

IN WITNESS WHEREOF, SkyPilot Network, Inc. has caused this Certificate of Amendment to be signed by its President and Chief Executive Officer this 14th day of April, 2005.

SKYPILOT NETWORK, INC.

Robert Machlin

Robert Machlin
President and Chief Executive Officer

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