

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
QUMU, Inc.	FORMERLY Media Publisher, Inc.	02/28/2008	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	QUMU, Inc.		
Street Address:	2000 Powell Street		
Internal Address:	Suite 1650		
City:	Emeryville		
State/Country:	CALIFORNIA		
Postal Code:	94608		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77345986	QUMU	
Serial Number:	77379300	QUMU	
CORRESPONDENCE DATA			
Fax Number:	(415)905-0202		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	415-905-0200		
Email:	rgordet@mbvz.com		
Correspondent Name:	Roy S Gordet		
Address Line 1:	221 Main Street		
Address Line 2:	16th Floor		
Address Line 4:	San Francisco, CALIFORNIA 94105		
ATTORNEY DOCKET NUMBER:	44162.001		
NAME OF SUBMITTER:	Roy S Gordet		

OP \$65.00 77345986

Signature:

/rsgordet/

Date:

04/08/2008

Total Attachments: 3

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State of California
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 17 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

MAR 19 2008

DEBRA BOWEN
Secretary of State

AMENDED AND RESTATED ARTICLES OF INCORPORATION MAR - 8 2008
OF MEDIA PUBLISHER, INC.,
a California Corporation

The undersigned, Ray Hood and John Montgomery, do hereby certify that:

ONE: They are the duly elected and acting Chief Executive Officer, President, and Assistant Secretary of said corporation.

TWO: The Articles of Incorporation of said corporation shall be amended and restated to read in full as follows:

ARTICLE I

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

ARTICLE II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

ARTICLE III

A. Classes of Stock. This corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which this corporation is authorized to issue is 131,324,145 shares. 77,481,928 shares shall be Common Stock, 53,842,217 shares shall be Preferred Stock, 8,042,217 of which shall be designated Series A2 Preferred Stock (the "Series A2 Preferred Stock"), and 45,800,000 of which shall be designated Series B Preferred Stock (the "Series B Preferred Stock"). The Series A2 Preferred Stock and the Series B Preferred Stock shall be referred to collectively herein as the "Preferred Stock."

B. Rights, Preferences and Restrictions of Preferred Stock. The rights, preferences, restrictions and other matters relating to the Preferred Stock are as follows:

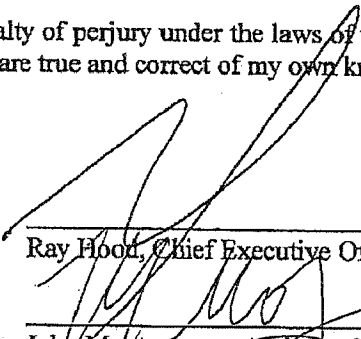
1. Dividend Provisions.

(a) The holders of shares of Preferred Stock shall be entitled to receive dividends, out of any assets legally available therefor, in the amount of \$0.0164 per share of Series A2 Preferred Stock per annum and in the amount of \$0.01743 per share of Series B Preferred Stock per annum (as adjusted in each case for any stock dividends, combinations, or splits with respect to such shares), payable when, as and if declared by this corporation's Board of Directors (the "Board"). Such dividends shall be noncumulative.

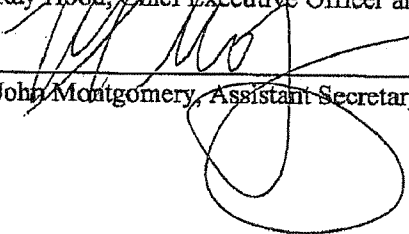
FOUR: The foregoing amendment was approved by the holders of the requisite number of shares of said corporation in accordance with Sections 902 and 903 of the California General Corporation Law; the total number of outstanding shares of each class entitled to vote with respect to the foregoing amendment was 4,840,428 shares of Common Stock, 7,530,123 shares of Series A2 Preferred Stock and 25,600,332 shares of Series B Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required, such required vote being a majority of the outstanding shares of Common Stock, a majority of the outstanding shares of Series A2 Preferred Stock, a majority of the outstanding shares of Series B Preferred Stock, two-thirds of the outstanding shares of Series A2 Preferred Stock and Series B Preferred Stock voting together as a single class on an as-converted basis, and a majority of the outstanding shares of Common Stock, Series A2 Preferred Stock and Series B Preferred Stock, voting together as a single class on an as-converted basis.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Dated: February 28 2008



Ray Hood, Chief Executive Officer and President



John Montgomery, Assistant Secretary

