

08-10-2004

Form PTO-1594  
(Rev. 10/02)

OMB No. 0651-0027 (exp 6/30/2005)

REC'D  
TR



DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Tab settings

102809873

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

1. Name of conveying party(ies):

X1 Technologies, LLC.

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

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 2/23/04

2. Name and address of receiving party(ies)

Name: X1 Technologies, Inc.

Internal

Address:

Street Address: 130 West Union Street

City: Pasadena

State: CA

Zip: 91103

Individual(s) citizenship

Association

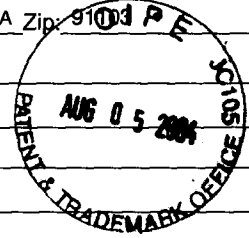
General Partnership

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) 76/532749; 76/533161

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: Stacie N. Simons

Internal Address:

Street Address: Idealab

130 West Union Street

City: Pasadena

State: CA

Zip: 91103

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 3.41).....\$ 65.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

501154

DO NOT USE THIS SPACE

9. Signature.

Stacie N. Simons

Name of Person Signing

Signature

July 29, 2004

Date

Total number of pages including cover sheet, attachments, and document: 8

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

08/09/2004 MGETACHE 00000153 501154 76532749

01 FC:8521 40.00 DA  
02 FC:8522 25.00 DA

TRADEMARK  
REEL: 003022 FRAME: 0986

CERTIFICATE OF CONVERSION

FROM A LIMITED LIABILITY COMPANY TO

A CORPORATION

(Pursuant to Section 265 of the Delaware General Corporation Law)

X1 Technologies, LLC (hereinafter called the "company"), a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware, does hereby certify:

1. The Limited Liability Company is formed under the jurisdiction of the State of Delaware.
2. The name of the Limited Liability Company immediately prior to the filing of this Certificate is X1 Technologies, LLC.
3. The date the Limited Liability Company was first formed is February 20, 2003.
4. The name of the corporation as set forth in the Certificate of Incorporation, attached hereto, is X1 Technologies, Inc.

Date: February 20, 2004

By: Marcia Goodstein  
Marcia Goodstein, Chief Operating Officer

Delaware Certificate of Incorporation 7/95 -1

*Delaware*

PAGE 2

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF  
DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND  
TRADEMARK

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# Delaware

PAGE 2

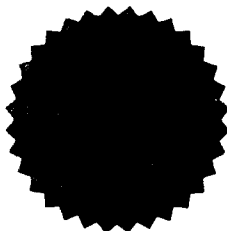
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "X1 TECHNOLOGIES, INC." FILED IN THIS OFFICE ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2004, AT 1:46 O'CLOCK P.M.

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

3626563 8100V

040122008



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 2944575

DATE: 02-23-04

TRADEMARK  
REEL: 003022 FRAME: 0988

**ELEVENTH:**

(a) **Limitation of Director's Liability.** To the fullest extent not prohibited by the General Corporation Law of Delaware as the same exists or as it may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for conduct as a director.

(a) **Indemnification of Corporate Agents.** The corporation may indemnify to the fullest extent not prohibited by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that such person, such person's testator or intestate is or was a director, officer, employee benefit plan fiduciary, agent or employee of the corporation or any predecessor of the corporation or serves or served at the request of the corporation or any predecessor of the corporation as a director, officer, agent, employee benefit plan fiduciary or employee of another corporation, partnership, limited liability company, joint venture, trust or other entity or enterprise.

(b) **Repeal or Modification.** Neither any amendment or repeal of this Article ELEVENTH, nor the adoption of any provision of the corporation's Certificate of Incorporation inconsistent with this Article ELEVENTH, shall eliminate or reduce the effect of this Article ELEVENTH, in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article Ten, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

*[Signature Page Follows]*

U.S. DEPARTMENT OF COMMERCE  
PATENT AND TRADEMARK OFFICE

DEPOSIT ACCOUNT ORDER FORM

BEFORE USING THIS ORDER FORM  
read the important information on the  
reverse side

MAIL TO: Commissioner of Patents  
and Trademarks  
Washington, DC 20231

DATE:  
07/29/2004

FOR OFFICE USE ONLY

ACCOUNT NO.:  
501154

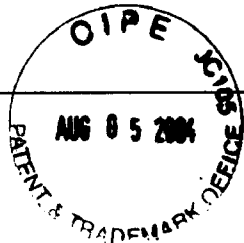
ORDER NO.:  
154

ITEM OR  
SERVICE

VALUE  
FURNISHED  
ACTION OR DED

Name and Address of Depository:

Idealab  
130 West Union Street  
Pasadena, California 91103



DESCRIPTION OF ARTICLES OR SERVICES TO BE FURNISHED

FEE: \$65.00

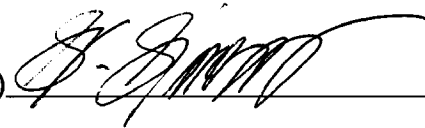
FOR: Recordation of Change of Name

MARKS: X1 (Serial No. 76/532749) and **BREAKING THE FOUND BARRIER** (Serial No. 76/533161)

CLASSES: 9

APPLICANT: X1 Technologies, Inc.

If additional space is needed attach separate sheet.

(Signature) 

THIS FORM MAY BE REPRODUCED WITHOUT PERMISSION OF THE PATENT AND TRADEMARK OFFICE

FOR PROMPT, ACCURATE SHIPMENT PLEASE COMPLETE THE FOLLOWING MAILING LABEL - PLEASE PRINT OR TYPEWRITE

U.S. Department of Commerce  
PATENT AND TRADEMARK OFFICE  
Washington, D.C. 20231

Stacie N. Simons  
c/o IDEALAB  
130 West Union Street  
Pasadena, CA 91103

Official Business  
Return After Five Days  
YOUR ORDER NO. 154

# Delaware

PAGE 1

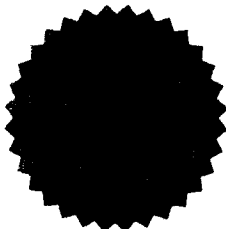
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "X1 TECHNOLOGIES, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "X1 TECHNOLOGIES, LLC" TO "X1 TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2004, AT 1:46 O'CLOCK P.M.

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

3626563 8100V

040122008



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 2944575

DATE: 02-23-04

RECORDED: 08/05/2004

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REEL: 003022 FRAME: 0991