1.

3.

4.

5.

09/611.161 09/496,222 09/594,651 09/382,426 09/382,377 09/379,700 09/625.681 09/151.471

SHEET

PHLY-24,397 To the Honorable Commis the attached original documents or copy thereof. 101655986 Name of conveying party(ies) Name and address of receiving party(ies): DigitalConvergence.:com Inc. Name: Digital:Convergence Corporation Street Address: 9101 N. Central Expressway, Suite 600 Additional name(s) of conveying party(ies) attached? City Dallas Nature of Conveyance: State <u>TX</u> Zip <u>75231</u> _ Assignment Additional name(s) & address(es) attached? _____ Yes __x ___ No ___ Security Agreement _x__ Change of Name ___ Other _ 09/07/00 Execution Date: Application number(s) or patent number(s): If this document is being filed together with a new application, the execution date of the application is A. Patent Application No.(s) B. Patent No.(s) Additional numbers attached? Name and address of party to whom correspondence concerning document should 6. Total number of applications and patents involved: 8 be mailed: Name: Gregory M. Howison 7. Total fee (37 CFR 3.41): \$ 215.00 HOWISON, CHAUZA, THOMA, HANDLEY & ARNOTT, L.L.P. x Enclosed Street Address: P.O. Box 741715 Authorized to be charged to deposit account City Dallas State TX Zip 75374-1715 8. Deposit Account Number: 20-0780/PHLY-24,397 (Attach duplicate copy of this page if paying by deposit account) NOT USE THIS SPACE 9. Statement and signature. To the best of my knowledge and belief, the foregoing in and correct and any attached copy is a true copy of the original document. 3/14/01 Date Gregory M. Howison Name of Person Signing ignature

Total number of pages including cover sheets, attachments and document 8

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks **Box Assignments** Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project, (0651-0011), Washington, D.C. 20503

04/05/2001 TDIAZ1

09611161 00000127 200780

01 FC:581

105,00 CH

215.00 OP

Atty. Dkt. No.: PHLY-24,397

PATENT

REEL: 011631 FRAME: 0439

PHLY-25,381 PHLY-24,743 PHLY-24,583 PHLY-24,748 PHLY-25,329 PHLY-25,394 PHLY-24,732 PHLY-24,397

PATENTS

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Commissioner of Patents and Trademarks

Box Assignments

Washington, D.C. 20231

In re application of:

DigitalConvergence.:com, Inc.

Serial No.:

09/611,161 July 6, 2000

Filed: Title:

REMOTE CONTROL HAVING AN OPTICAL INDICIA READER

Attorney Docket No.:

PHLY-25,381

In re application of:

DigitalConvergence.:com, Inc.

Serial No.:

09/496,222

Filed:

February 1, 2000

Title:

METHOD FOR INTERFACING SCANNED PRODUCT INFORMATION WITH A

SOURCE FOR THE PRODUCT OVER A GLOBAL NETWORK

Attorney Docket No.:

PHLY-24,583

In re application of:

DigitalConvergence.:com, Inc.

Serial No.:

09/594,651

Filed: Title: June 15, 2000 METHOD FOR CONDUCTING A CONTEST USING A NETWORK

Attorney Docket No.:

PHLY-25,329

In re application of:

DigitalConvergence.:com, Inc.

Serial No.:

09/382,426

Filed:

August 24, 1999

Title:

METHOD AND APPARATUS FOR COMPLETING, SECURING AND

CONDUCTING AN E-COMMERCE TRANSACTION

Attorney Docket No.:

PHLY-24,732

In re application of:

DigitalConvergence.:com, Inc.

Serial No.:

09/382,377 August 24, 1999

Filed: Title:

METHOD AND APPARATUS FOR LINKING A WEB BROWSER TO A

PROMOTIONAL OFFER

Attorney Docket No.:

PHLY-24,743

In re application of:

DigitalConvergence.:com, Inc.

Serial No.:

09/379,700

Filed:

August 24, 1999

Title:

METHOD FOR CONNECTING TWO LOCATIONS OVER A NETWORK IN

RESPONSE TO USING A TOOL

Attorney Docket No.:

PHLY-24,748

PATENT REEL: 011631 FRAME: 0440

Office of the Secretary of State

I, EDWARD J. FREEL, 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 "DIGITALCONVERGENCE.:COM

INC.", CHANGING ITS NAME FROM "DIGITALCONVERGENCE.:COM INC." TO

"DIGITAL:CONVERGENCE CORPORATION", FILED IN THIS OFFICE ON THE

SEVENTH DAY OF SEPTEMBER, A.D. 2000, AT 4 O'CLOCK P.M.

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

Edward J. Freel, Secretary of State

AUTHENTICATION: 0662893

DATE: 09-07-00

PATENT

REEL: 011631 FRAME: 0441

2945000 8100

001452579

CERTIFICATE OF AMENDMENT TO AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF DIGITAL CONVERGENCE: COM INC.

(Incorporated on September 25, 1998)

(Pursuant to Section 242 of the General Corporation Law of the State of Delawarc)

DigitalConvergence.:Com Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), hereby certifies:

FIRST, that the Board of Directors of the Corporation duly adopted the following resolutions proposing and declaring advisable amendments to the Amended and Restated Certificate of Incorporation of the Corporation in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware:

RESOLVED, that the Board deems and declares advisable and in the best interest of the Corporation to adopt an amendment (the "Name Change Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation to amend Article First to read in its entirety as follows; and that the Name Change Amendment be submitted to the stockholders of the Corporation entitled by law or otherwise to vote thereon for their consideration and approval:

First: The name of the Corporation is Digital:Convergence Corporation.

RESOLVED, that the Board deems and declares advisable and in the best interest of the Corporation to adopt an amendment (the "Authorized Shares Amendment") to the Amended and Restated Certificate of Incorporation of the Corporation to amend Section I of Article Four to read in its entirety as follows; and that the Authorized Shares Amendment be submitted to the stockholders of the Corporation entitled by law or otherwise to vote thereon for their consideration and approval:

I. <u>Shares Authorized</u>. The total number of shares of all classes of stock which the Corporation shall have authority to issue is 164,000,000 shares, of which 137,000,000 shares shall be common stock, par value \$.01 per share (the "Common Stock"), and 27,000,000 shares shall be preferred stock, par value \$.01 per share (the "Preferred Stock").

Dallas:369820.3

PATENT REEL: 011631 FRAME: 0442

P. 03

SECOND, that in lieu of a meeting and vote of the stockholders of the Corporation, the stockholders representing a majority of the Corporation's common stock, Series A Convertible Preferred Stock, Series B Convertible Preferred Stock and Series C Convertible Preferred Stock, voting together as a single class, have given written consent to the Name Change Amendment in accordance with the provisions of Section 228(a) of the General Corporation Law of the State of Delaware.

THIRD, that the Name Change Amendment to the Certificate of Incorporation of the Corporation was duly adopted by the stockholders of a majority of the Corporation's common stock, Series A Convertible Preferred Stock, Series B Convertible Preferred Stock and Series C Convertible Preferred Stock, voting together as a single class, in accordance with the provisions of Section 242 and the General Corporation Law of the State of Delaware.

FOURTH, that in lieu of a meeting and vote of the stockholders of the Corporation, the stockholders representing (i) a majority of the Corporation's Common Stock and (ii) a majority of the Corporation's Common Stock, Series A Convertible Preferred Stock, Series B Convertible Preferred Stock and Series C Convertible Preferred Stock, voting together as a single class, have given written consent to the Authorized Shares Amendment in accordance with the provisions of Section 228(a) of the General Corporation Law of the State of Delaware.

FIFTH, that the Authorized Shares Amendment to the Certificate of Incorporation of the Corporation was duly adopted by the stockholders representing (i) a majority of the Corporation's Common Stock and (ii) a majority of the Corporation's Common Stock, Series A Convertible Preferred Stock, Series B Convertible Preferred Stock and Series C Convertible Preferred Stock, voting together as a single class, in accordance with the provisions of Section 242 and the General Corporation Law of the State of Delaware.

[Remainder of page intentionally left blank]

Dallas:369920.3

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 1th day of September, 2000.

DIGITALCONVERGENCE.:COM INC.

Title:

PATENT

REEL: 011631 FRAME: 0444