

MRD 4/6/01

04-19-2001

FORM PTO-1595

RECORDATION FORM COVER SHEET
PATENTS ONLY

FOVE-700

101680131

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

1. Name of conveying party(ies): Foveonics, Inc. Additional name(s) of conveying parties attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		2. Name and address of receiving party(ies): Name <u>Foveon, Inc.</u> Internal Address _____ _____ Street Address <u>2820 San Tomas Expressway</u> City <u>Santa Clara</u> State <u>CA</u> Zip <u>95051</u> Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
3. Nature of conveyance: <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other _____ Execution Date <u>January 28, 1999</u>						
4. 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) <u>5,608,243</u> Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No						
5. Name and address of party to whom correspondence concerning document should be mailed: Name <u>Foveon, Inc.</u> Internal Address <u>Attn: Nicki Kuzn</u> _____ Street Address <u>2820 San Tomas Expressway</u> _____ City <u>Santa Clara</u> State <u>CA</u> Zip <u>95051</u>		6. Total number of applications and patents involved: <u>1</u> 7. Total fee (37 CFR §3.41) \$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account 8. Deposit account number: <u>None</u> (Attach duplicate copy of this page if paying by deposit account)				
DO NOT USE THIS SPACE						
9. Statement and signature <i>To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.</i> <table><tr><td><u>Nicki Kuzn</u> Name of Person Signing</td><td><u>Nicki Kuzn</u> Signature</td><td><u>4/2/01</u> Date</td></tr></table> Total number of pages including cover sheet, attachments and document : <u>2</u>				<u>Nicki Kuzn</u> Name of Person Signing	<u>Nicki Kuzn</u> Signature	<u>4/2/01</u> Date
<u>Nicki Kuzn</u> Name of Person Signing	<u>Nicki Kuzn</u> Signature	<u>4/2/01</u> Date				

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments, Washington, DC 20231

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PATENT
REEL: 011682 FRAME: 0371

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
FOVEONICS, INC.**

ENDORSED-FILED
In the office of the Secretary of State
of the State of California

FEB - 3 1999

BILL JONES, Secretary of State

The undersigned, Raymond DeMoulin and Carver Mead, hereby certify that:

1. They are the President and Secretary, respectively, of FOVEONICS, INC., a California corporation.

2. Article I of the Articles of Incorporation of this corporation shall be amended to read as follows:

"The name of the Corporation is FOVEON, INC."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment has been approved by the holders of the requisite number of shares of this corporation in accordance with Sections 902 and 903 of the California General Corporation Law. The total number of outstanding shares entitled to vote with respect to the foregoing amendment was 1,021,250 shares of Common Stock, 6,300,000 shares of Series A Preferred Stock and 514,047 shares of Series B Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required. The vote required was more than 50% of the Common Stock and more than 50% of the Preferred Stock, voting together as a class.

We 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 our own knowledge.

Executed at Menlo Park, California, January 28, 1999.

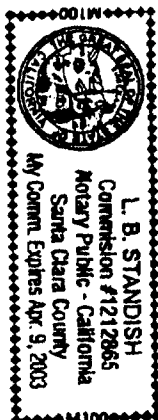
I certify this is a true and exact copy of the original
By: _____

SUBSCRIBED AND SWORN TO BEFORE ME-

THIS 6TH DAY OF AUG, 99

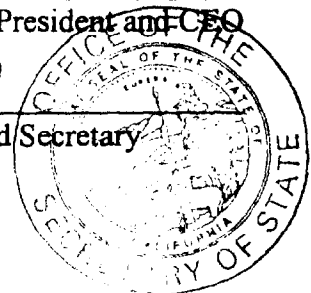
BY CARVER A. MEAD

NOTARY PUBLIC



Raymond DeMoulin, President and CEO

Carver Mead, CFO and Secretary



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