

04-27-2001



RECORDATION FORM COVER SHEET
PATENTS ONLY

U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

101691628

Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Foveonics, Inc.

4.19.01

Additional name(s) of conveying parties attached? Yes No

2. Name and address of receiving party(ies):

Name Foveon, Inc.

Internal Address _____

3. Nature of conveyance:

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

Execution Date January 28, 1999

Street Address 2820 San Tomas Expressway

City Santa Clara State CA Zip 95051

Additional name(s) & address(es) attached? Yes No

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) 5,270,963

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name Foveon, Inc.

Internal Address Attn: Nicki Kuzn

Street Address 2820 San Tomas Expressway

City Santa Clara State CA Zip 95051

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR §3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: None

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature

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.

Nicki Kuzn

Name of Person Signing

Nicki Kuzn

Signature

4/13/01

Date

Total number of pages including cover sheet, attachments and document : 2

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

04/27/2001 6TOM11 00000112 5270963

01 FC:581

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PATENT
REEL: 011712 FRAME: 0389

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.

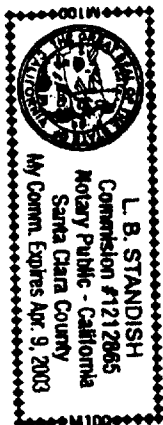
I certify this is a true and exact copy of the original
By: _____

SUBSCRIBED AND SWORN TO BEFORE ME

THIS 6TH DAY OF AUG, 99

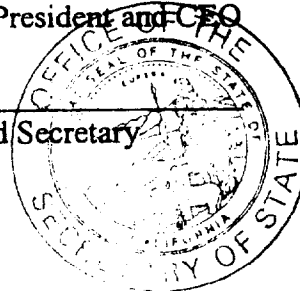
BY CARVER A. MEAD

NOTARY PUBLIC



Raymond DeMoulin
Raymond DeMoulin, President and CEO

Carver Mead
Carver Mead, CFO and Secretary



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