

05-09-2002

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

PTO-1595 (Rev. 05-01-01)
OMB No. 0651-0027 (exp. 5/31/2002)



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

1. Name of conveying party(ies):
Gateway 2000, Inc.

4.25.02

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

3. Nature of conveyance:

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

Execution Date: May 26, 1999

2. Name and address of receiving party(ies)

Name: Gateway, Inc

Internal Address: 610 Gateway Dr. MD Y04

N. Sioux City, SD 57049

Street Address: 610 Gateway Drive, MD Y04

City: N. Sioux City State: SD Zip: 57049

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

4. Application number(s) or patent number(s): 09/503,119

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) 09/320,054

Additional numbers attached? Yes No

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

Name: Mark S. Walker

Internal Address: 14303 Gateway Place

Poway, CA 92064

Street Address: 14303 Gateway Place

City: Poway State: CA Zip: 92064

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:

50-0439

(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.

Mark S. Walker Reg. No. 30,408

Name of Person Signing

Signature

April 15, 2002

Date

Total number of pages including cover sheet, attachments, and documents: 4

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

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

05/09/2002 6TON11 00000024 500439 09320054

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PATENT
REEL: 012863 FRAME: 0975

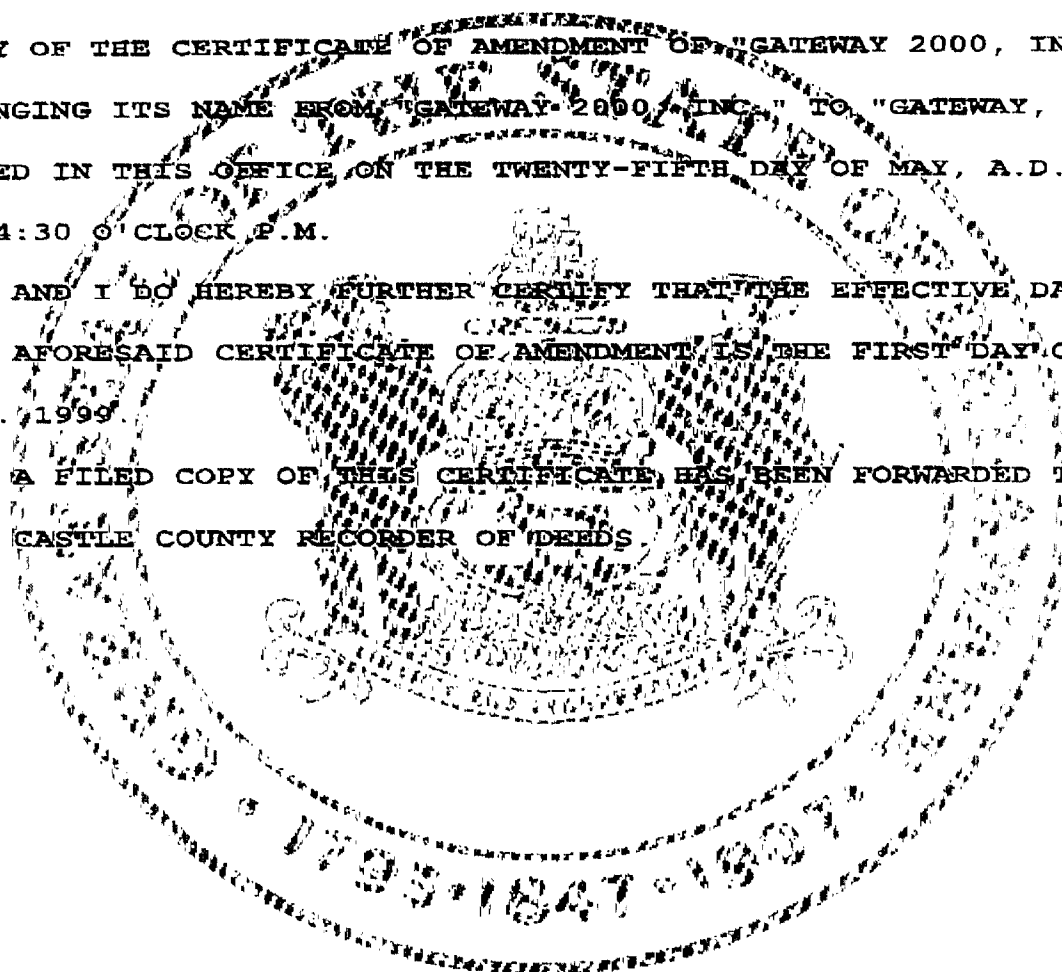
State of Delaware
Office of the Secretary of State

PAGE 1

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 "GATEWAY 2000, INC.", CHANGING ITS NAME FROM "GATEWAY 2000, INC." TO "GATEWAY, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF MAY, A.D. 1999, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JUNE, A.D. 1999.

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



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

9767781

DATE:

05-26-99

2251983 8100

991209835

PATENT

REEL: 012863 FRAME: 0976



**CERTIFICATE OF AMENDMENT OF
RESTATED CERTIFICATE OF INCORPORATION
OF GATEWAY 2000, INC.**

Gateway 2000, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "DGCL"), hereby certifies as follows:

1. The name of the Corporation is Gateway 2000, Inc.
2. The date on which the Restated Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of Delaware was December 6, 1993, and a Corrected Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on September 15, 1994 (the "Restated Certificate").
3. This Certificate of Amendment amends a provision of the Restated Certificate and has been duly adopted by the Board of Directors in accordance with the provisions of Sections 141 and 242 of the DGCL, and further adopted in accordance with the provisions of Sections 216 and 242 of the DGCL by the stockholders of the Corporation.
4. Article FIRST of the Restated Certificate is hereby amended and restated to read in its entirety as follows:

"FIRST: The name of the corporation is Gateway, Inc. (hereinafter called the "Corporation")."
5. The first paragraph of Article FOURTH of the Restated Certificate is hereby amended and restated to read in its entirety as follows:


"FOURTH: The total number of shares of capital stock which the Corporation shall have authority to issue is 1,006,000,000 shares, consisting of:

 - (1) 1,000,000,000 shares of Common Stock, par value \$.01 per share ("Common Stock");
 - (2) 1,000,000 shares of Class A Common Stock, par value \$.01 per share ("Class A Common Stock"); and
 - (3) 5,000,000 shares of Preferred Stock, par value \$.01 per share ("Preferred Stock")."

6. This Certificate of Amendment of the Restated Certificate of Incorporation shall be effective at 12:01 a.m. Eastern Daylight Time on June 1, 1999.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed by a duly authorized officer of the Corporation as of May 24, 1999.

GATEWAY 2000, INC.


Stephanie G. Heim
Assistant Secretary