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

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

1. Name of conveying party(ies): Austin IP Acquisition Corporation Additional name(s) of conveying party(ies) attached? No

2. Name and address of receiving party(ies) Name: Quickshift, Inc. Internal Address: Street Address: 7719 Woodhollow Drive Suite 100 City: Austin State: TX Zip: 78731 Additional name(s) & address(es) attached? No

3. Nature of conveyance: [] Assignment [] Merger [] Security Agreement [x] Change of Name [] Other Execution Date: 10/24/03

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) 6,208,273 Additional numbers attached? No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Michael P. Adams Internal Address: Winstead, Sechrest & Minick PC Street Address: P.O. Box 50784 400 North Ervay Street City: Dallas State: TX Zip: 75201

6. Total number of applications and patents involved: 1 7. Total fee (37 CFR 3.41) \$ 40.00 [x] Enclosed [] Authorized to be charged to deposit account

8. Deposit account number: 23-2426

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9. Signature: Michael P. Adams Signature: [Signature] Date: December 15, 2003

Total number of pages including cover sheet, attachments, and documents: 3

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

CLIENT/MATTER NO: DOCUMENT NO:

PATENT REEL: 014815 FRAME: 0371

12/24/2003 LMUELLER 00000117 6208273 40.00 OP 01 FC:8021

2003 DEC 22 AM 7:37 OPR/FINANCE

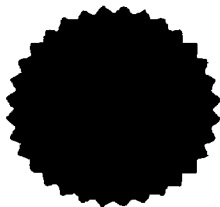
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "AUSTIN IP ACQUISITION CORPORATION", CHANGING ITS NAME FROM "AUSTIN IP ACQUISITION CORPORATION" TO "QUICKSHIFT, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2003, AT 8:39 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2751910

DATE: 11-17-03

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:10 AM 11/12/2003
FILED 08:39 AM 11/12/2003
SRV 030723615 - 3669015 FILE

**CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION OF
AUSTIN IP ACQUISITION CORPORATION**

Austin IP Acquisition Corporation, a corporation organized and existing under the laws of the State of Delaware, hereby certifies as follows:

A. The name of the corporation is Austin IP Acquisition Corporation. The corporation's original Certificate of Incorporation was filed with the Delaware Secretary of State on August 4, 2003.

B. This Certificate of Amendment was duly adopted by the corporation's directors and stockholders in accordance with the applicable provisions of Sections 228 and 242 of the Delaware General Corporation Law.

C. The Certificate of Incorporation, as heretofore amended, is hereby further amended by changing Article I so that, as amended, Article I shall be and read as follows:

"The name of this corporation is QuickShift, Inc."

IN WITNESS WHEREOF, the corporation has caused this Certificate to be signed by Kenneth H. East, its President and Chief Executive Officer, this 24th day of October, 2003.

AUSTIN IP ACQUISITION CORPORATION



Kenneth H. East, President and Chief Executive Officer

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