

Attorney Docket No. KMK-003

Form PTO-1595  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)

**RECORDATION FORM COVER SHEET** U.S. DEPARTMENT OF COMMERCE  
**PATENTS ONLY** 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):

ProfessorQ, Inc.  
690 Saratoga Ave., Suite 201  
San Jose, CA 95129

2. Name and address of receiving party(ies)

Mindfabrie, Inc.  
690 Saratoga Ave., Suite 201  
San Jose, CA 95129

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

3. Nature of conveyance:

- ☐ Assignment ☐ Merger  
☐ Security Agreement ☒ Change of Name  
☐ Other

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

Execution Date: November 1, 2004

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.S. 5,836,771

Additional numbers attached? ☐ Yes ☒ No

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

Hasse & Nesbitt LLC  
7577 Central Park Blvd., Suite 316  
Mason, OH 45040

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

(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.*

Daniel F. Nesbitt  
Name of Person Signing

  
Signature

November 1, 2004  
Date

Total number of pages including cover sheet, attachments, and documents: 7

FOURTH AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF  
PROFESSORQ, INC.  
a California corporation.

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

DEC 2 1 2001

**MSA. JONES, Secretary of State**

Designated, Daniel Orogerson and Peter Tong, hereby certify that:

1. They are the duly elected President and Secretary, respectively, of MindQ, Inc., a California corporation (d/b/a Mindfabric, Inc.) (the "Corporation").
2. The Third Amended and Restated Articles of Incorporation are hereby adopted and restated in their entirety as in Appendix I attached hereto.
3. The amendments and restatements herein set forth have been duly approved by the Board of Directors of the Corporation.
4. The amendments herein set forth have been duly approved by the required majority of the shareholders of the Corporation in accordance with Sections 902 and 903 of the California Corporations Code. The total number of shares entitled to vote is 11,970,153, which is comprised of 7,665,100 shares of Common Stock, 2,500,000 shares of Series A Preferred Stock and 1,805,053 shares of Series B Preferred Stock. The number of shares of each class of stock in favor of the amendments equaled or exceeded the vote required. The percentage vote of each class was more than 50% of the outstanding shares of each class of capital stock of the Corporation voting separately.

I hereby declare under penalty of perjury under the laws of the State of California, that the facts set forth in this certificate are true and correct of my own knowledge.

dated at San Jose, California on December 20, 2001.

**Gregerson, President**

**Chief Secretary**

Exhibit I

## FOURTH AMENDED AND RESTATED

## ARTICLES OF INCORPORATION

OF  
PROFESSORQ, INC.  
a California Corporation  
(d/b/a Mindfabric, Inc.)

ARTICLE I.  
NAME

The name of the corporation is Mindfabric, Inc. (hereinafter the "Corporation"). Upon filing of this Fourth Amended and Restated Articles of Incorporation, the name of the Corporation shall have been changed from its previous name ProfessorQ, Inc.

ARTICLE II.  
PURPOSES

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the sale of goods, the business, the trust company business or the practice of a profession permitted to be practiced by the California Corporations Code.

ARTICLE III.  
CAPITAL STOCK

The total number of shares of all classes of stock which the Corporation is authorized to issue is 45,000,000 shares, consisting of (i) 40,000,000 shares of common stock, no par value ("Common Stock"), and (ii) 5,000,000 shares of Preferred Stock, no par value.

Subject to the rights of any outstanding series of Preferred Stock, the Preferred Stock authorized by these Fourth Amended and Restated Articles of Incorporation (the "Restated Articles") may be issued from time to time in one or more series. The Board of Directors is authorized to determine or alter any or all of the rights, preferences, privileges and restrictions to be or imposed upon any wholly unissued series of the Preferred Stock, and to fix or alter the number of shares comprising any such series and the designation thereof, or any of them, to increase or decrease (but not below the number of shares of any such series then outstanding) the number of shares of any such series subsequent to the issue of shares of that series, and to fix the rights and terms of redemption or conversion of the shares of any such series.

Two Million Five Hundred Thousand (2,500,000) shares of Preferred Stock are hereby designated as Series A Preferred Stock (the "Series A Preferred"). Two Million One Hundred Thousand Six Hundred Seventy Six (2,112,676) shares of Preferred Stock are hereby designated as Series B Preferred Stock (the "Series B Preferred") and Twelve Million Five Hundred Thousand (12,500,000) shares of Preferred Stock are hereby designated as Series C Preferred Stock (the "Series C Preferred"). Collectively, the Series A Preferred, the Series B