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FINANCE SECTION

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

S. 13-04

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

3. Nature of conveyance:

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

10/24/03

Execution Date:

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) 09/239,659

B. Patent No.(s)

Additional numbers attached?  Yes  No

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

Name: Michael P. Adams

Internal Address: Winstead Sechrest & Minick P.C.

P.O. Box 50784

Street Address:

City: Dallas State: TX Zip: 75201

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:

23-2426 (40532-P001M4P1)

DO NOT USE THIS SPACE

9. Signature.

Michael P. Adams

Name of Person Signing

Signature

May 10, 2004

Date

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: 40532-P001M4P1

DOCUMENT NO.: Austin 250014

05/14/2004 LMIJELLER 00000034 09239659

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PATENT

REEL: 015318 FRAME: 0341

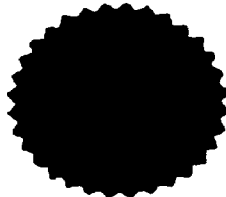
# Delaware

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 "QUICKENIFT, 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

3689015 0100

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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 09:39 AM 11/12/2003  
SV 030723615 - 1669015 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 QuietShift, Inc."

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

AUSTIN IP ACQUISITION CORPORATION



Kenneth H. East, President and Chief Executive Officer

NOV 18 2003