

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

CHANGE OF NAME

CONVEYING PARTY DATA

Name	Execution Date
PowerLight Corporation	06/13/2007

RECEIVING PARTY DATA

Name:	SunPower Corporation, Systems
Street Address:	2954 San Pablo Avenue
City:	Berkeley
State/Country:	CALIFORNIA
Postal Code:	94702

PROPERTY NUMBERS Total: 45

Property Type	Number
Application Number:	11049260
Application Number:	10796299
Application Number:	10796582
Application Number:	10802116
Application Number:	10922117
Application Number:	11140261
Application Number:	11616575
Application Number:	11617109
Application Number:	60821869
Patent Number:	5505788
Patent Number:	5746839
Patent Number:	RE38988
Patent Number:	5316592
Patent Number:	6061978
Patent Number:	D408554

OP \$1800.00 11049260

PATENT

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REEL: 019466 FRAME: 0061

Patent Number:	6148570
Patent Number:	D453727
Patent Number:	D471855
Patent Number:	6702370
Patent Number:	6313394
Patent Number:	6586668
Patent Number:	6295818
Patent Number:	6675580
Patent Number:	D469057
Patent Number:	D469058
Patent Number:	D468684
Patent Number:	D469399
Patent Number:	6570084
Patent Number:	6809253
Patent Number:	6495750
Patent Number:	6534703
Patent Number:	6501013
Patent Number:	6809251
Patent Number:	D510315
Patent Number:	6058930
Patent Number:	6722357
Patent Number:	D511576
Patent Number:	6046399
Patent Number:	6883290
Patent Number:	7178295
Patent Number:	6672018
Patent Number:	7155870
Patent Number:	4886554
Patent Number:	D516017
Patent Number:	D519444

CORRESPONDENCE DATA

Fax Number: (650)712-0263

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 650-712-0340

Email: phurley@hmbay.com

Correspondent Name:	James F. Hann
Address Line 1:	Haynes Beffel & Wolfeld LLP
Address Line 2:	PO Box 366
Address Line 4:	Half Moon Bay, CALIFORNIA 94019

NAME OF SUBMITTER:	James F. Hann
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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 RESTATED CERTIFICATE OF "POWERLIGHT CORPORATION", CHANGING ITS NAME FROM "POWERLIGHT CORPORATION" TO "SUNPOWER CORPORATION, SYSTEMS", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JUNE, A.D. 2007, AT 9:54 O'CLOCK P.M.

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



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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5758141

DATE: 06-14-07

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REEL: 019466 FRAME: 0064

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
POWERLIGHT CORPORATION

A Stock Corporation
(Pursuant to sections 242 and 245)

PowerLight Corporation, . . a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

FIRST: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on January 5, 2007 under the name PowerLight Corporation.

SECOND: Pursuant to an action of the Board of Directors and an action of the sole stockholder in accordance with Section 242 of the General Corporation Law of the State of Delaware, this Amended and Restated Certificate of Incorporation restates, integrates and further amends the provisions of the Certificate of Incorporation of the Corporation.

THIRD: The Certificate of Incorporation of the Corporation shall be amended and restated to read in full as follows:

ARTICLE I

The name of the corporation (the "Corporation") is SunPower Corporation, Systems.

ARTICLE II

The address of the Corporation's registered office in the State of Delaware is 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, DE 19808. The name of the Corporation's registered agent at such address is Corporation Service Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "DGCL").

ARTICLE IV

The total number of shares which the Corporation shall have authority to issue is One Hundred (100) shares of Common Stock, par value of \$0.001 per share.

ARTICLE V

Elections of directors need not be by written ballot except and to the extent provided in the bylaws of the Corporation.

ARTICLE VI

To the full extent permitted by the DGCL or any other applicable laws presently or hereafter in effect, no director of the Corporation shall be personally liable to the Corporation or its stockholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation.

Any repeal or modification of this Article Six shall not adversely affect any right or protection of a director of the Corporation existing immediately prior to such repeal or modification.

ARTICLE VII

Each person who is or was or had agreed to become a director or officer of the Corporation, or each such person who is or was serving or who had agreed to serve at the request of the Board of Directors or an officer of the Corporation as an employee or agent of the Corporation or as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including the heirs, executors, administrators or estate of such person), shall be indemnified by the Corporation to the full extent permitted by the DGCL or any other applicable laws as presently or hereafter in effect. Without limiting the generality or the effect of the foregoing, the Corporation may enter into one or more agreements with any person which provide for indemnification greater or different than that provided in this Article Seven. Any repeal or modification of this Article Seven shall not adversely affect any right or protection existing hereunder immediately prior to such repeal or modification.

ARTICLE VIII

In furtherance and not in limitation of the rights, powers, privileges, and discretionary authority granted or conferred by the DGCL or other statutes or laws of the State of Delaware, the Board of Directors is expressly authorized to make, alter, amend or repeal the bylaws of the Corporation, without any action on the part of the stockholders, but the stockholders may make additional bylaws and may alter, amend or repeal any bylaw whether adopted by them or otherwise. The Corporation may in its bylaws confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon the Board of Directors by applicable law.

ARTICLE IX

The Corporation reserves the right at any time and from time to time to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed herein or by applicable law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to this reservation.

IN WITNESS WHEREOF, PowerLight Corporation has caused this certificate to be signed by its Corporate Secretary this 13th day of June, 2007.



Name: Bruce Ledesma

Title: Corporate Secretary

SVL-47577v2

RECORDED: 06/21/2007

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