

**PATENT ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
Xanoptix, Inc.	10/19/2004
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	Xan3D Technologies, Inc.
<b>Street Address:</b>	10 Al Paul Lane
<b>City:</b>	Merrimack
<b>State/Country:</b>	NEW HAMPSHIRE
<b>Postal Code:</b>	03054
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
Application Number:	10456388
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(212)415-8701
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
<b>Phone:</b>	212 415 8700
<b>Email:</b>	acoughlan@morganfinnegan.com
<b>Correspondent Name:</b>	Morgan & Finnegan, LLP
<b>Address Line 1:</b>	Three World Financial Center
<b>Address Line 4:</b>	New York, NEW YORK 10281-2101
<b>ATTORNEY DOCKET NUMBER:</b>	4024-0000
<b>NAME OF SUBMITTER:</b>	Richard Straussman
<b>Total Attachments: 1</b> source=Xanoptix_Xan3D#page1.tif	

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EXHIBIT A

**CERTIFICATE OF AMENDMENT  
OF THE  
SECOND AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
XANOPTIX, INC.**

Pursuant to Section 242 of the  
Delaware General Corporation Law

The undersigned, a duly authorized officer of Xanoptix, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify in accordance with the provisions of Section 103 of the General Corporation Law of the State of Delaware as follows:

1. The Corporation was originally incorporated under the name "Parallel Lightwaves, Inc." and the original Certificate of Incorporation was filed with the Secretary of the State of Delaware on March 22, 2000.

2. The Board of Directors of the Corporation duly adopted a resolution proposing and declaring advisable the amendments to the Second Amended and Restated Certificate of Incorporation described herein by unanimous written consent in accordance with the provisions of Sections 242 and 141(f) of the General Corporation Law of the State of Delaware, and the Corporation's stockholders duly adopted such amendments in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

3. Article FIRST of the Second Amended and Restated Certificate of Incorporation is hereby deleted and replaced in its entirety to read as follows:

"FIRST: The name of the Corporation is:

Xan3D Technologies, Inc.

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of the Corporation, does hereby execute this Certificate of Amendment as of October 19, 2004.

XANOPTIX, INC.

  
Name: Robert Baxter

Title: Chief Executive Officer