# Electronic Version v1.1 Stylesheet Version v1.1

 SUBMISSION TYPE:
 NEW ASSIGNMENT

 NATURE OF CONVEYANCE:
 CHANGE OF NAME

#### **CONVEYING PARTY DATA**

Name	Execution Date
Mobility Electronics, Inc.	05/21/2008

#### **RECEIVING PARTY DATA**

Name:	iGo, Inc.
Street Address:	17800 N. Perimeter Dr.
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85255

#### PROPERTY NUMBERS Total: 1

Property Type	Number
Application Number:	29265440

#### **CORRESPONDENCE DATA**

Fax Number: (602)382-6070

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

Phone: 602-382-6000

Email: pmattina@swlaw.com

Correspondent Name: Snell & Wilmer
Address Line 1: 400 E. Van Buren

Address Line 4: Phoenix, ARIZONA 85004

ATTORNEY DOCKET NUMBER:	49783.2000
NAME OF SUBMITTER:	R. Lee Fraley

#### **Total Attachments: 8**

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# 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 OWNERSHIP, WHICH MERGES:

"IGO MERGER SUB INC.", A DELAWARE CORPORATION,

WITH AND INTO "MOBILITY ELECTRONICS, INC." UNDER THE NAME OF "IGO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF MAY, A.D. 2008, AT 11:48 O'CLOCK A.M.

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

8100M

080579151

You may verify this certificate online at corp delaware gov/authver.shtml

Harrlet Smith Windsor, Secretary of State

AUTHENTICATION: 6606570

DATE: 05-21-08

State of Delaware Secretary of State Division of Corporations Delivered 11:47 AM 05/21/2008 FILED 11:48 AM 05/21/2008 SRV 080579151 - 2654917 FILE

#### CERTIFICATE OF OWNERSHIP AND MERGER

#### MERGING

#### IGO MERGER SUB INC.

#### WITH AND INTO

#### MOBILITY ELECTRONICS, INC.

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

Mobility Electronics, Inc., a Delaware corporation (the "Company"), does hereby certify to the following facts relating to the merger (the "Merger") of iGo Merger Sub Inc., a Delaware corporation (the "Subsidiary"), with and into the Company, with the Company remaining as the surviving corporation under the name of iGo, Inc.:

FIRST: The Company is incorporated pursuant to the General Corporation Law of the State of Delaware (the "General Corporation Law"). The Subsidiary is incorporated pursuant to the General Corporation Law.

SECOND: The Company owns all of the outstanding shares of each class of capital stock of the Subsidiary.

THIRD: The Board of Directors of the Company, by the following resolutions duly, determined to merge the Subsidiary with and into the Company pursuant to Section 253 of the General Corporation Law:

WHEREAS, the Company desires to change its name to iGo, Inc. pursuant to Section 253(b) of the General Corporation Law (the "Name Change");

WHEREAS, in order to effect the Name Change, the Company desires to incorporate a corporation named iGo Merger Sub Inc. (the "Subsidiary") under the General Corporation Law

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and to acquire one (1) share of Common Stock, par value of \$0.01 per share, of the Subsidiary (collectively, the "Incorporation");

WHEREAS, following the effectiveness of the Incorporation, the Company will own all of the outstanding shares of the capital stock of the Subsidiary; and

WHEREAS, in order to effect the Name Change the Board of Directors of the Company has deemed it advisable that the Subsidiary be merged with and into the Company (the "Merger") pursuant to Section 253 of the General Corporation Law following the effectiveness of the Incorporation.

NOW, THEREFORE, BE IT AND IT HEREBY IS

RESOLVED, that the Incorporation is hereby authorized and approved in all respects; and it is further

RESOLVED, that following the Incorporation, the Company is hereby authorized to effect the Name Change by merging the Subsidiary with and into the Company pursuant to Section 253 of the General Corporation Law; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock, par value \$0.01 per share, of the Company (the "Common Stock") shall remain unchanged and continue to remain outstanding as one share of Common Stock, held by the person who was the holder of such share of Common Stock immediately prior to the Merger; and it is further

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock, par value \$0.01 per share, of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof; and it is further

RESOLVED, that the Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

"FIRST: The name of the Corporation is iGo, Inc."

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed to do all acts and

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things that may be necessary to carry out and offectuate the purpose and intent of the resolutions relating to the Name Change, the Incorporation and the Merger; and it is further

RESOLVED, that the proper officers of the Company be and they hereby are authorized and directed, following the effectiveness of the Incorporation, to make, execute and acknowledge, in the name and under the corporate scal of the Company, a certificate of ownership and merger for the purpose of consummating the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

FOURTH: The Company shall be the surviving corporation of the Merger,

FIFTH: The certificate of incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

#### Article FIRST

The name of the corporation is iGo, Inc.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer this 21<sup>st</sup> day of May, 2008.

MOBILITY ELECTRONICS, INC.

Name: Brian M. Roberts

Office: VP, General Counsel & Secretary

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#### Exhibit A

## 1. NAME CHANGE

**WHEREAS**, the Company desires to change its name to iGo, Inc. pursuant to Section 253(b) of the General Corporation Law (the "Name Change");

WHEREAS, in order to effect the Name Change, the Company desires to incorporate a corporation named iGo Merger Sub Inc. (the "Subsidiary") under the General Corporation Law and to acquire one (1) share of Common Stock, par value of \$0.01 per share, of the Subsidiary (collectively, the "Incorporation");

WHEREAS, following the effectiveness of the Incorporation, the Company will own all of the outstanding shares of the capital stock of the Subsidiary; and

**WHEREAS**, in order to effect the Name Change the Board of Directors of the Company (the "Board") has deemed it advisable that the Subsidiary be merged with and into the Company (the "Merger") pursuant to Section 253 of the General Corporation Law following the effectiveness of the Incorporation.

### NOW, THEREFORE, BE IT AND IT HEREBY IS

**RESOLVED**, that the Incorporation is hereby authorized and approved in all respects; and it is further

**RESOLVED**, that following the Incorporation, the Company is hereby authorized to effect the Name Change by merging the Subsidiary with and into the Company pursuant to Section 253 of the General Corporation Law; and it is further

**RESOLVED**, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock, par value \$0.01 per share, of the Company (the "Common Stock") shall remain unchanged and continue to remain outstanding as one share of Common Stock, held by the person who was the holder of such share of Common Stock immediately prior to the Merger; and it is further

**RESOLVED**, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding share of Common Stock, par value \$0.01 per share, of the Subsidiary shall be cancelled and no consideration shall be issued in respect thereof; and it is further

**RESOLVED**, that the Certificate of Incorporation of the Company as in effect immediately prior to the effective time of the Merger shall be the certificate of incorporation of the surviving corporation, except that Article FIRST thereof shall be amended to read in its entirety as follows:

"FIRST: The name of the Corporation is iGo, Inc."

**RESOLVED**, that the proper officers of the Company be and they hereby are authorized and directed to do all acts and things that may be necessary to carry out and effectuate the purpose

Certificate of the Secretary of Mobility Electronics, Inc.

and intent of the resolutions relating to the Name Change, the Incorporation and the Merger; and it is further

**RESOLVED**, that the proper officers of the Company be and they hereby are authorized and directed, following the effectiveness of the Incorporation, to make, execute and acknowledge, in the name and under the corporate seal of the Company, a certificate of ownership and merger for the purpose of consummating the Merger and to file the same in the office of the Secretary of State of the State of Delaware, and to do all other acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the Merger.

# 2. <u>NEW TICKER SYMBOL</u>

**WHEREAS**, the Company's common stock, par value \$0.01 per share, is currently listed on The NASDAQ Stock Market ("NASDAQ") under the ticker symbol "MOBE"; and

WHEREAS, in light of the Company changing its name to iGo, Inc., it further desires to change its Nasdaq ticker symbol to "IGOI";

**NOW, THEREFORE, BE IT RESOLVED**, that the Company's Nasdaq ticker symbol be immediately changed to "IGOI"; and

**RESOLVED**, that the proper officers of the Company be and they hereby are authorized and directed to do all acts and things that may be necessary to carry out and effectuate the purpose and intent of the resolutions relating to the change in the Company's ticker symbol.

Certificate of the Secretary of Mobility Electronics, Inc.

# CERTIFICATE OF THE SECRETARY OF MOBILITY ELECOTRONICS, INC.

The undersigned, Brian M. Roberts, the duly elected and acting Secretary of Mobility Electronics, Inc. (the "Company"), does hereby certify as of this 21<sup>st</sup> day of May 2008 that:

- 1. Attached hereto as **Exhibit A** is a true and correct copy of resolutions duly adopted by the Board of Directors of the Company on May 21, 2008 (the "**Resolutions**");
- 2. The Resolutions have not in any way been amended, modified, revoked or rescinded and are the only corporate proceedings of the Company now in full force and effect relating to or affecting the matters referred to therein.

IN WITNESS WHEREOF, the undersigned has executed this Certificate as of the date set forth below:

Name: Brian M. Roberts

Title: Vice President, General Counsel & Secretary

Certificate of the Secretary of Mobility Electronics, Inc.

**RECORDED: 12/30/2008**