

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
VA Linux Systems, Inc.	12/05/2001
RECEIVING PARTY DATA	
Name:	VA Software Corporation
Street Address:	470741 Bayside Parkway
City:	Fremont
State/Country:	CALIFORNIA
Postal Code:	94538-6517
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6437980
CORRESPONDENCE DATA	
Fax Number:	(216)696-8731
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<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	Turocy & Watson, LLP
Address Line 1:	127 Public Square
Address Line 2:	57th Floor, Key Tower
Address Line 4:	Cleveland, OHIO 44114
ATTORNEY DOCKET NUMBER:	VTHEP101US
NAME OF SUBMITTER:	Thomas Watson
Total Attachments: 1 source=1 Change of Name_VA Linux to VA Software#page1.tif	

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PATENT
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**CERTIFICATE OF AMENDMENT
TO THE
SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
VA LINUX SYSTEMS, INC.**

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

- A. The name of the Corporation is VA Linux Systems, Inc.
- B. The original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on September 21, 1999.
- C. Pursuant to Section 242 of the General Corporation Law of the State of Delaware, this Certificate of Amendment amends the following provision of the Second Amended and Restated Certificate of Incorporation of the Corporation.
- D. This amendment to the Corporation's Certificate of Incorporation set forth below was approved by the Board of Directors of the Corporation and by written consent of the stockholders of the Corporation in accordance with Sections 242 and 228 and of the General Corporations Law of the State of Delaware.

FIRST: The "FIRST" section of the Second Amended and Restated Certificate of Incorporation of the Corporation shall be amended in its entirety and replaced as follows:

"FIRST: The name of this Corporation is VA Software Corporation."

SECOND: That thereafter, the necessary number of shares of the Corporation's capital stock as required by Section 228 of the General Corporation Law of Delaware consented by written consent in lieu of a meeting in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital stock of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment of the Second Amended and Restated Certificate of Incorporation to be executed by its Chairman and Chief Executive Officer, Larry M. Augustin, this 5th day of December 2001.

By: /s/ Larry M. Augustin
Larry M. Augustin,
Chairman and Chief Executive Officer