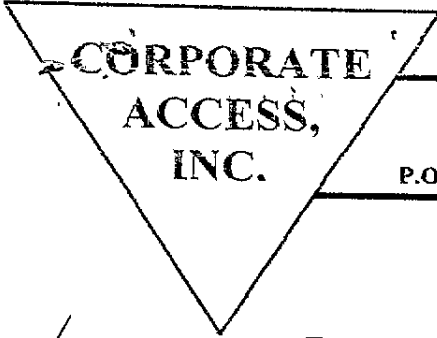


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236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 5/18/01

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2001 MAY 18 PM 1:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

✓ CERTIFIED COPY (2 Qty)

____CUS____

____PHOTO COPY____

✓ FILING Amend.

1.) GB Incorporated
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

1-888-1240006
-05/18/01--01053--022
*****52.50 *****52.50

4.) _____
(CORPORATE NAME & DOCUMENT #)

N.C.

Q. COULLETTE MAY 18 2001

5.) _____
(CORPORATE NAME & DOCUMENT #)

RECEIVED
01 MAY 18 PM 12:48
DIVISION OF CORPORATION

SPECIAL INSTRUCTIONS

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "S3 INCORPORATED", FILED A CERTIFICATE OF OWNERSHIP, CHANGING ITS NAME TO "SONICBLUE INCORPORATED", THE NINTH DAY OF NOVEMBER, A.D. 2000, AT 4:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE FIFTEENTH DAY OF NOVEMBER, A.D. 2000, AT 8 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2183836 8320

AUTHENTICATION: 1136912

010235408

DATE: 05-16-01