

**TRADEMARK 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>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
I-Witness, Inc.		05/24/2005	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	DriveCam, Inc.		
<b>Street Address:</b>	3954 Murphy Canyon Road, Suite D205		
<b>City:</b>	San Diego		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92123		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2643463	HINDSIGHT 20/20	
Registration Number:	2440136	DRIVECAM	
Registration Number:	2442032	I DRIVECAM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(619)235-0398		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	619 525 3865		
<b>Email:</b>	docketing@procopio.com		
<b>Correspondent Name:</b>	Barry F. Soalt		
<b>Address Line 1:</b>	530 B Street, Suite 2100		
<b>Address Line 4:</b>	San Diego, CALIFORNIA 92101		
<b>ATTORNEY DOCKET NUMBER:</b>	108329-2		
<b>NAME OF SUBMITTER:</b>	Barry F. Soalt		
<b>Signature:</b>	/bfs/		

CH \$90.00 2643463

Date:

06/09/2006

**Total Attachments: 3**

source=change name fri#page1.tif

source=change name fri (2)#page1.tif

source=change name fri (3)#page1.tif



**State of California**  
Secretary of State

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That the attached transcript of 16 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

MAY 24 2005

BRUCE McPHERSON  
Secretary of State

A0628656

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

AMENDED AND RESTATED

ARTICLES OF INCORPORATION OF

MAY 24 2005

I-WITNESS, INC.

Bruce Moeller and Gari Cheever certify that:

(i) They are the President and Secretary of I-Witness, Inc., a California corporation (the "Corporation").

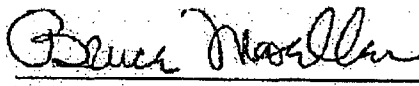
(ii) The Amended and Restated Articles of Incorporation of the Corporation are hereby amended and restated in full to read in their entirety as set forth in EXHIBIT A attached hereto and EXHIBIT A attached hereto is hereby incorporated into this certificate by this reference as if fully set forth herein.

(iii) Said Amended and Restated Articles of Incorporation have been duly approved by the Board of Directors of this Corporation.

(iv) Said Amended and Restated Articles of Incorporation have been duly approved by the required vote of the shareholders of the Corporation entitled to vote in accordance with the Restated Articles of Incorporation of this Corporation and Sections 902 and 903 of the California Corporations Code. The total number of shares entitled to vote with respect to the foregoing Amended and Restated Articles of Incorporation was 6,920,984 shares of Common Stock and 2,415,000 shares of Series A Preferred Stock. There are no shares of Series B Preferred Stock outstanding. The number of shares voting in favor of the Amended and Restated Articles of Incorporation equaled or exceeded the vote required. The percentage vote required was more than 50% of the outstanding shares of Common Stock and more than 50% of the outstanding shares of Series A Preferred Stock, each voting separately.

The undersigned declare under penalty of perjury that the matters set forth in the foregoing certificate are true and correct of their own knowledge.

Date: 5/24/05  
San Diego, California

  
Bruce Moeller, President

  
Gari Cheever, Secretary

**EXHIBIT A**

**ARTICLE I**

The name of the corporation is DriveCam, Inc. (the "**Corporation**").

**ARTICLE II**

The purpose of this Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated under the California Corporations Code.

**ARTICLE III**

The liability of the directors of this Corporation for monetary damages shall be eliminated to the fullest extent permissible under California law. The Corporation is authorized to provide indemnification of agents (as defined in Section 317 of the California Corporations Code) through bylaw provisions, by agreements with agents, vote of shareholders or disinterested directors or otherwise, in excess of the indemnification otherwise permitted by Section 317 of the California Corporations Code, subject only to the applicable limits on such excess indemnification set forth in Section 204 of the California Corporations Code. Unless applicable law otherwise provides, any amendment, repeal or modification of any provision of this Article III shall not adversely affect any contract or other right to indemnification of an agent of the Corporation that existed at or prior to the time of such amendment, repeal or modification.

**ARTICLE IV**

The total number of shares of stock that the Corporation shall have authority to issue is 40,765,000 shares, consisting of 30,000,000 shares of Common Stock and 10,765,000 shares of Preferred Stock, 2,465,000 of which are designated "**Series A Preferred Stock**" and 8,300,000 of which are designated "**Series B Preferred Stock**."

**ARTICLE V**

The terms and provisions of the Common Stock and Preferred Stock are as follows:

I. **Definitions.** For purposes of this Article V, the following definitions shall apply:

(a) "**Conversion Price**" shall mean (i) \$0.887471671 per share for the Series A Preferred Stock (subject to adjustment from time to time for Recapitalizations and as otherwise set forth elsewhere herein) and (ii) \$2.22 per share for the Series B Preferred Stock (subject to adjustment from time to time for Recapitalizations and as otherwise set forth elsewhere herein).

(b) "**Corporation**" shall mean DriveCam, Inc.