

Form PTO-1594 (Rev. 07/05)  
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE  
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET *Document No.:*  
**TRADEMARKS ONLY** *102906043*

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

**1. Name of conveying party(ies):**  
Next Game, Inc.  
(Document No.: 102906043)

Individual(s)       Association  
 General Partnership       Limited Partnership  
 Corporation- State: Delaware  
 Other \_\_\_\_\_

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**2. Name and address of receiving party(ies)**  Yes  
Additional names, addresses, or citizenship attached?  No

Name: iWin, Inc.  
Internal  
Address: 625 Second Street, Suite 201  
Street Address: 625 Second Street, Suite 201  
City: San Francisco  
State: California  
Country: U.S. A. Zip: 94107

Association      Citizenship \_\_\_\_\_  
 General Partnership      Citizenship \_\_\_\_\_  
 Limited Partnership      Citizenship \_\_\_\_\_  
 Corporation      Citizenship Delaware  
 Other \_\_\_\_\_      Citizenship \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
(Designations must be a separate document from assignment)

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) March 8, 2004

Assignment       Merger  
 Security Agreement       Change of Name  
 Other \_\_\_\_\_

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s) \_\_\_\_\_  
B. Trademark Registration No. (s)  
2,637,945 and 2,657,867

Additional sheet(s) attached?  Yes  No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):  
IWIN.COM  
IWIN.COM (AND DESIGN)

**5. Name & address of party to whom correspondence concerning document should be mailed:**

Name: LAURIE A. MILLER  
Internal Address: 319 Ramona Street  
Street Address: 319 Ramona Street  
City: Palo Alto  
State: California Zip: 94301  
Phone Number: (650) 326-1502  
Fax Number: (408) 521-2800  
Email Address: laurie@lamillerlaw.com

**6. Total number of applications and registrations involved:** 2

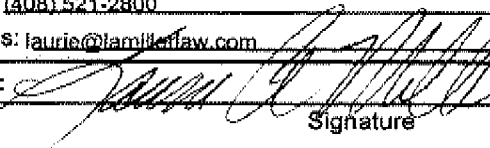
**7. Total fee (37 CFR 2.6(b)(6) & 3.41)** \$ 65.00

Authorized to be charged by credit card  
 Authorized to be charged to deposit account  
 Enclosed

**8. Payment Information:**

a. Credit Card      Last 4 Numbers 3947  
Expiration Date 10/08

b. Deposit Account Number \_\_\_\_\_  
Authorized User Name \_\_\_\_\_

**9. Signature:**  \_\_\_\_\_  
Signature      Date August 10, 2006

Laurie A. Miller, Attorney      Total number of pages including cover sheet, attachments, and document: 5  
Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:  
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1460, Alexandria, VA 22313-1450

OP \$65.00 2637945

# Delaware

PAGE 1

*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 AMENDMENT OF "NEXT GAME, INC.", CHANGING ITS NAME FROM "NEXT GAME, INC." TO "IWIN, INC.", FILED IN THIS OFFICE ON THE EIGHTH DAY OF MARCH, A.D. 2004, AT 5:38 O'CLOCK P.M.

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

3419349 8100

040173921

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2976645

DATE: 03-09-04

TRADEMARK

REEL: 003368 FRAME: 0187

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:00 PM 03/08/2004  
FILED 05:38 PM 03/08/2004  
SRV 040173921 - 3419349 FILE

**AMENDMENT NO. 1 TO  
SECOND AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
NEXT GAME, INC.**

Charles J. Wolf, Jr, hereby certifies that:

**ONE:** The date of filing the original Certificate of Incorporation of Next Game, Inc., a Delaware corporation (this "Corporation") with the Secretary of State of the State of Delaware was July 31, 2001. A Restated Certificate of Incorporation of this Corporation was filed with the Secretary of State of Delaware on June 24, 2002. A Second Amended and Restated Certificate of Incorporation of this Corporation was filed with the Secretary of State of Delaware on November 5, 2003.

**TWO:** Charles J. Wolf, Jr. is the duly elected and acting President of Next Game, Inc., a Delaware corporation.

**THREE:** Article I of the Second Amended and Restated Certificate of Incorporation of this Corporation is hereby amended to read as follows:

**"ARTICLE I**

The name of this Corporation is iWIN, Inc. (the "Corporation")."

**FOUR:** This Amendment No. 1 to Second Amended and Restated Certificate of Incorporation has been duly approved by the Board of Directors of the Company.

**FIVE:** This Amendment No. 1 to Second Amended and Restated Certificate of Incorporation was approved by the holders of the requisite number of shares of said corporation in accordance with Section 228 of the Delaware General Corporation Law ("DGCL"). This Amendment No. 1 to Second Amended and Restated Certificate of Incorporation has been duly adopted in accordance with the provisions of Section 242 of the DGCL by the stockholders of the Company.

*[Remainder of this page intentionally left blank.]*

**IN WITNESS WHEREOF**, Next Game, Inc. has caused this Amendment No. 1 to Second Amended and Restated Certificate of Incorporation to be signed by its President this 27th day of February, 2004.

**NEXT GAME, INC.**

By: Charles J. Wolf, Jr.

Charles J. Wolf, Jr.  
(Print Name and Title)