

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/07/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Popular Enterprises, LLC		02/07/2007	LIMITED LIABILITY COMPANY: FLORIDA

RECEIVING PARTY DATA

Name:	Internet Reit, Inc.
Street Address:	1233 West Loop South
Internal Address:	Suite 1400
City:	Houston
State/Country:	TEXAS
Postal Code:	77027
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2769891	NETSTER

CORRESPONDENCE DATA

Fax Number: (212)593-5955
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-756-2132
 Email: scott.kareff@srz.com
 Correspondent Name: Scott Kareff, Esq.
 Address Line 1: 919 Third Avenue
 Address Line 2: 19th Floor
 Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	014951.0739
NAME OF SUBMITTER:	Scott Kareff, Esq. (014951.0739)

TRADEMARK

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Signature:	/kc for smk/
Date:	02/12/2007
Total Attachments: 4 source=Popular Enterprises LLC and Internet Reit Merger#page1.tif source=Popular Enterprises LLC and Internet Reit Merger#page2.tif source=Popular Enterprises LLC and Internet Reit Merger#page3.tif source=Popular Enterprises LLC and Internet Reit Merger#page4.tif	

Delaware

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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 MERGER, WHICH MERGES:

"DOMAINMARKETPLACE.COM, LLC", A FLORIDA LIMITED LIABILITY COMPANY,

"NORTH AMERICAN INTERNET, LLC", A FLORIDA LIMITED LIABILITY COMPANY,

"PE ACQUISITION I, LLC", A TENNESSEE LIMITED LIABILITY COMPANY,

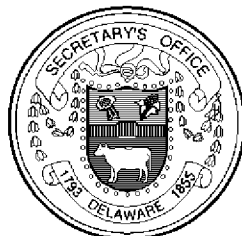
"POPULAR ENTERPRISES, LLC", A FLORIDA LIMITED LIABILITY COMPANY,

WITH AND INTO "INTERNET REIT, INC." UNDER THE NAME OF "INTERNET REIT, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF FEBRUARY, A.D. 2007, AT 4:05 O'CLOCK P.M.

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

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070137786



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5416263

DATE: 02-07-07

TRADEMARK
REEL: 003479 FRAME: 0867

**CERTIFICATE OF MERGER
OF
POPULAR ENTERPRISES, LLC,
NORTH AMERICAN INTERNET, LLC,
DOMAINMARKETPLACE.COM, LLC
AND
PE ACQUISITION I, LLC
WITH AND INTO
INTERNET REIT, INC.
[PURSUANT SECTION 264 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE]**

The following Certificate of Merger is submitted to merge the following business entities with and into the Surviving Corporation (the "Merger") in accordance with section 264 of the General Corporation Law of the State of Delaware.

1. The name and state of incorporation of each of the constituent entities are:
 - (a) Internet REIT, Inc., a Delaware corporation ("**IREIT**" or "**Surviving Corporation**");
 - (b) Popular Enterprises, LLC, a Florida limited liability company ("**PE**");
 - (c) North American Internet, LLC, a Florida limited liability company ("**NAI**");
 - (d) DomainMarketPlace.com, LLC, a Florida limited liability company ("**DMP**"); and
 - (e) PE Acquisition I, LLC, a Tennessee limited liability company ("**PEA**").
2. An Agreement and Plan of Merger (the "**Agreement**") by and among IREIT, PE, NAI, DMP and PEA has been approved, adopted, certified, executed and acknowledged by IREIT, PE, NAIM, DMP and PEA in accordance with the provisions of Section 264 of the General Corporation Law of the State of Delaware.
3. The name of the entity surviving the merger is "Internet REIT, Inc."
4. The Amended and Restated Certificate of Incorporation of IREIT, as in effect immediately prior to the effective time of the Merger, shall be the Certificate of Incorporation of the Surviving Corporation.
5. The Merger shall become effective upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.
6. An executed copy of the Agreement is on file at the principal place of business of the Surviving Corporation at Internet REIT, Inc., 1233 West Loop South, Suite 1400, Houston, Texas 77027.

7. A copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or member of IREIT, PE, NAI, DMP and PEA.

[Signature page to follow]

IN WITNESS WHEREOF, Internet REIT, Inc. has caused this Certificate of Merger to be signed by a duly authorized officer thereof, as of the 26th day of January, 2007.

INTERNET REIT, INC.

By: /s/ Craig Snyder
Craig Snyder
President

**SIGNATURE PAGE TO
CERTIFICATE OF MERGER OF
POPULAR ENTERPRISES, LLC,
NORTH AMERICAN INTERNET, LLC,
DOMAINMARKETPLACE.COM, LLC,
AND
PE ACQUISITION I, LLC
WITH AND INTO INTERNET REIT, INC.**

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