

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
HNW Digital, Inc.		06/05/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	HNW, Inc.		
Street Address:	936 Broadway		
Internal Address:	5th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10010		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2903838	WEALTH MARKETING SOLUTIONS	
CORRESPONDENCE DATA			
Fax Number:	(312)222-0818		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-222-0800		
Email:	chiipdocket@michaelbest.com, jhbrown@michaelbest.com, dsternig@michaelbest.com		
Correspondent Name:	Jeffrey H. Brown		
Address Line 1:	180 N. Stetson Avenue		
Address Line 2:	Suite 2000		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	017768-9000		
NAME OF SUBMITTER:	Jeffrey H. Brown		
Signature:	/jeffrey h. brown/		

OP \$40.00 2903838

Date:

07/19/2007

Total Attachments: 2

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Delaware

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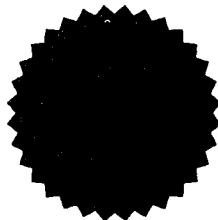
The First State

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 AMENDMENT OF "HNW DIGITAL, INC.", CHANGING ITS NAME FROM "HNW DIGITAL, INC." TO "HNW, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF JUNE, A.D. 2006, AT 5:02 O'CLOCK P.M.

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

3100801 8100

060541701



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 4799349

DATE: 06-05-06

TRADEMARK
REEL: 003584 FRAME: 0302

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
HNW DIGITAL, INC.**

(Pursuant to Section 242 of the Delaware General Corporation Law)

HNW Digital, Inc., a Delaware corporation organized and existing under the Delaware General Corporation Law, hereby certifies as follows:

1. The current name of the corporation is HNW Digital, Inc. (the "Company").
2. The Company filed its Certificate of Incorporation with the Delaware Secretary of State on September 23, 1999, under the name Worth.com, Inc.
3. The Certificate of Incorporation of the Corporation is hereby amended by deleting the content of Article **FIRST** thereof in its entirety and inserting in lieu thereof the following:

"FIRST: The name of the corporation is HNW, Inc. (the "Company")."
4. This Certificate of Amendment to the Amended and Restated Certificate of Incorporation of the Corporation was duly adopted pursuant to the provisions of Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the undersigned, an authorized officer of HNW Digital, Inc., has executed this Certificate of Amendment to the Amended and Restated Certificate of Incorporation as of June 5, 2006.

HNW DIGITAL, INC.

By: /s/ Stacey Haefele
Stacey Haefele, President

*State of Delaware
Secretary of State
Division of Corporations
Delivered 05:02 PM 06/05/2006
FILED 05:02 PM 06/05/2006
SRV 060541701 - 3100801 FILE*

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