

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
PEOPLETNET COMMUNICATIONS, INC.		01/27/2000	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ECAPITAL GROUP, INC.		
Street Address:	5201 Great America Parkway		
Internal Address:	Suite 446		
City:	Santa Clara		
State/Country:	CALIFORNIA		
Postal Code:	95054		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3011667	ECITY	
CORRESPONDENCE DATA			
Fax Number:	(408)286-8932		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	408-286-8933		
Email:	tm_docket@iplg.com		
Correspondent Name:	Otto O. Lee/ Aylin Demirci		
Address Line 1:	12 South First Street, 12th Floor		
Address Line 4:	San Jose, CALIFORNIA 95113		
ATTORNEY DOCKET NUMBER:	VB.ECAPITAL.TM27		
NAME OF SUBMITTER:	Otto O. Lee		
Signature:	/Otto O. Lee/		

OP \$40.00 3011667

Date:

08/30/2007

Total Attachments: 4

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 01/27/2000
001042925 - 2931116

**CERTIFICATE OF AMENDMENT
TO THE
CERTIFICATE OF INCORPORATION
OF
PEOPLENET COMMUNICATIONS INC.**

Dr. Benedict Van hereby certifies that:

1. He is the duly elected and acting President and Secretary, respectively, of PeopleNet Communications Inc., a Delaware corporation.

2. Article I of the Certificate of Incorporation is hereby amended to read in its entirety as follows:

"ARTICLE I

The name of the corporation is eCapital Group, Inc. (the "Company")."

3. Article IV of the Certificate of Incorporation is hereby amended to read thereof and by substituting the same in lieu of said provision the following new provision:

"ARTICLE IV

This corporation is authorized to issue one class of stock to be designated "Common Stock". The total number of shares which the corporation is authorized to issue is increased from Nine Thousand (9,000) shares with a par value of \$.01 per share to Two Hundred Million (200,000,000) shares, all of which shall be Common Stock with a par value of \$0.0001 per share.

As of filing of this certificate, every one (1) share of Common Stock outstanding is split into twenty-five thousand two hundred eighty-eight and twenty-two hundredths (25,288.22) shares of Common Stock."

4. The amendment of the Certificate of Incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

5. The amendment of the Certificate of Incorporation herein certified has been duly adopted and a written consent by the sole shareholder has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/10/1998
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CERTIFICATE OF INCORPORATION

OF

PeopleNet Communications Inc.

The undersigned does hereby form and establish a corporation under the provisions of the General Corporation Law of the State of Delaware, and for that purpose does certify as follows:

ARTICLE I: The name of the corporation shall be:

PeopleNet Communications Inc.

(hereinafter the "corporation").

ARTICLE II: The registered office of this corporation in the State of Delaware is Two Greenville Crossing, Suite 300A, 4001 Kennett Pike, P. O. Box 4477, Wilmington, New Castle County, Delaware 19807-0477 and its registered agent at that address is Corporations & Companies, Inc., Two Greenville Crossing, Suite 300A, 4001 Kennett Pike, P. O. Box 4477, Wilmington, New Castle County, Delaware 19807-0477.

ARTICLE III: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware; and shall have perpetual existence.

ARTICLE IV: The amount of the authorized capital stock of this corporation is 9,000 shares of stock, with a par value of \$.01 per share. All of the said stock is common stock of one class.

ARTICLE V: The name and address of the incorporator are: Corporations & Companies, Inc., a Delaware corporation, Two Greenville Crossing, Suite 300A, 4001 Kennett Pike, P. O. Box 4477, Wilmington, New Castle County, Delaware 19807-0477.

ARTICLE VI: A director of the corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent such exemption from liability or limitation thereof is not permitted under the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended. Any amendment, modification or repeal of the foregoing sentence by the stockholders of the corporation shall not adversely affect any right or protection of a director of the corporation in respect of any act or omission occurring prior to the time of such amendment, modification or repeal.

ARTICLE VII: The stockholders and directors shall have the power to hold their meetings, to have an office or offices, to keep the books, documents and papers of the corporation outside of the State of Delaware at such places as might from time to time be designated by the by-laws or resolutions of the directors or stockholders, except as otherwise required by the laws of Delaware.

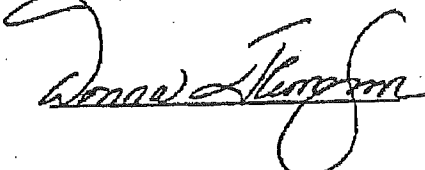
ARTICLE VIII: The undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, acknowledging under the penalty of perjury, hereby declaring and certifying that this Instrument is the act and deed of Corporations & Companies, Inc. and the facts herein are true, pursuant to § Del.C. §103(b)(2) and accordingly have hereunto caused this Certificate to be executed by the President of Corporations & Companies, Inc. this 10th day of August, 1998.

CORPORATIONS & COMPANIES, INC.

BY: 

STEPHEN D.M. ROBINSON, President
Two Greenville Crossing, Suite 300A
4001 Kennett Pike
P. O. Box 4477
New Castle County
Wilmington, Delaware 19807-0477

IN THE PRESENCE OF:



IN WITNESS WHEREOF, this Certificate of Amendment to the Certificate of Incorporation has been signed by the President and the Secretary of the Corporation this 27th day of January, 2000.

PEOPLET COMMUNICATIONS INC.

/S/ DR. BENEDICT VAN.
Dr: Benedict Van, President and Secretary

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "PEOPLENET COMMUNICATIONS INC.", CHANGING ITS NAME FROM "PEOPLENET COMMUNICATIONS INC." TO "ECAPITAL GROUP, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2000, AT 9 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0222324

DATE: 01-28-00