

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
FotoNation Software, Inc.		03/27/2003	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Fotonation, Inc.		
Street Address:	500 Airport Blvd, Suite 443		
City:	Burlingame		
State/Country:	CALIFORNIA		
Postal Code:	94010		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78363409	PRO2CALL	
CORRESPONDENCE DATA			
Fax Number:	(650)833-2001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	650 833-2170		
Email:	karl.hamel@dlapiper.com		
Correspondent Name:	Allyn Taylor		
Address Line 1:	2000 University Ave		
Address Line 4:	east palo alto, CALIFORNIA 94303		
ATTORNEY DOCKET NUMBER:	350403-417		
NAME OF SUBMITTER:	Allyn Taylor		
Signature:	/Allyn Taylor/		
Date:	10/09/2007		

OP \$40.00 78363409

Total Attachments: 4

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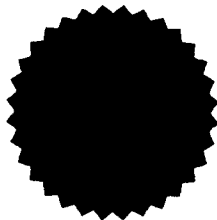
Delaware

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 RESTATED CERTIFICATE OF "FOTONATION SOFTWARE, INC.", CHANGING ITS NAME FROM "FOTONATION SOFTWARE, INC." TO "FOTONATION, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2003, AT 9 O'CLOCK A.M.

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



3593680 8100

030206358

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2336785

DATE: 03-28-03

TRADEMARK
REEL: 003636 FRAME: 0134

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
FOTONATION SOFTWARE, INC.

FotoNation Software, Inc., a corporation duly organized and existing under the laws of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is FotoNation Software, Inc.
2. The original Certificate of Incorporation of the corporation was filed with the Delaware Secretary of State on November 20, 2002.
3. This Amended and Restated Certificate of Incorporation restates and integrates and further amends the Certificate of Incorporation of the corporation in its entirety as follows:

“ARTICLE I

The name of the corporation (the “Corporation”) is FotoNation, Inc.

ARTICLE II

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE III

This Corporation is authorized to issue one class of stock, designated “Common Stock.” The total number of shares of Common Stock which this Corporation is authorized to issue is Ten Million (10,000,000) shares. Each share of Common Stock will have a par value of \$0.0001 per share.

ARTICLE IV

The address of its registered office in the State of Delaware is 15 East North Street in the City of Dover, County of Kent. The name of its registered agent at such address is Incorporating Services, Ltd.

ARTICLE V

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to adopt, amend or repeal the Bylaws of the Corporation.

ARTICLE VI

Election of directors need not be by written ballot unless the Bylaws of the Corporation shall so provide.

ARTICLE VII

(a) To the fullest extent permitted by the Delaware General Corporation Law, as the same exists or may hereafter be amended, no director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

(b) The Corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director, officer or employee of the Corporation or any predecessor of the Corporation or serves or served at any other enterprise as a director, officer or employee at the request of the Corporation or any predecessor to the Corporation to the same extent permitted under subpart (a) above.

(c) Neither any amendment nor repeal of the Article VII, nor the adoption of any provision of the Corporation's Certificate of Incorporation inconsistent with this Article VII, shall eliminate or reduce the effect of this Article VII in respect of any matter occurring or any action or proceeding accruing or arising or that, but for this Article VII, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

(d) The Corporation may maintain insurance, at its expense, to protect itself and any director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise agent against any such expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the Delaware General Corporation Law."

* * *

4. This Amended and Restated Certificate of Incorporation has been duly adopted by the Board of Directors and stockholders of the corporation in accordance with the applicable provisions of Sections 242 and 245 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, this Amended and Restated Certificate of Incorporation has been executed by the President of the corporation this 31st day of March, 2003.



Eran Steinberg, President