

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
SmartTurn Acquisition Corp.		02/15/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	SmartTurn, Inc.		
<b>Street Address:</b>	1000 Broadway, Suite 248		
<b>City:</b>	Oakland		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94607		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78906401	SMARTTURN	
<b>Serial Number:</b>	78931383	SMART TURN	
<b>Serial Number:</b>	78931392	SMART TURN ON DEMAND WAREHOUSING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(317)231-7433		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	3172311313		
<b>Email:</b>	syarlagadda@btlaw.com		
<b>Correspondent Name:</b>	Sravana Yarlagadda		
<b>Address Line 1:</b>	11 South Meridian Street		
<b>Address Line 2:</b>	Barnes & Thornburg LLP		
<b>Address Line 4:</b>	Indianapolis, INDIANA 46204		
<b>ATTORNEY DOCKET NUMBER:</b>	47366-100		
<b>NAME OF SUBMITTER:</b>	Sravana Yarlagadda		

CH \$90.00 78906401

Signature:

/sy/

Date:

04/17/2008

Total Attachments: 3

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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 "SMARTTURN ACQUISITION CORP.", CHANGING ITS NAME FROM "SMARTTURN ACQUISITION CORP." TO "SMARTTURN, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF FEBRUARY, A.D. 2008, AT 3:58 O'CLOCK P.M.

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

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080170249

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6387121

DATE: 02-15-08

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 04:10 PM 02/15/2008  
FILED 03:58 PM 02/15/2008  
SRV 080170249 - 4460051 FILE

**CERTIFICATE OF AMENDMENT OF THE  
RESTATED CERTIFICATE OF INCORPORATION OF  
SMARTTURN ACQUISITION CORP.**

SmartTurn Acquisition Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation")

DOES HEREBY CERTIFY:

FIRST: The name of the Corporation is SmartTurn Acquisition Corp.

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is November 19, 2007, under the name of SmartTurn Acquisition Corp.

THIRD: That the Board of Directors of the Corporation adopted resolutions setting forth proposed amendments to the Restated Certificate of Incorporation, declaring said amendments to be advisable and in the best interests of the Corporation:

"RESOLVED, that Article I: Name of the Restated Certificate of Incorporation of the Corporation be amended and restated to read in its entirety as follows:

The name of this corporation is SmartTurn, Inc."

"RESOLVED, that Article IV of the Restated Certificate of Incorporation of the Corporation be amended and restated to read in its entirety as follows:

This corporation is authorized to issue two (2) classes of shares, designated "Common Stock" and "Preferred Stock." The total number of shares of Common Stock authorized to be issued is seven million one hundred thousand (7,100,000) shares, \$0.001 par value per share. The total number of shares of Preferred Stock authorized to be issued is four million nine hundred thousand (4,900,000) shares, \$0.001 par value per share, all of which is designated as "Series A Preferred Stock."

FOURTH: That thereafter said amendments were duly adopted in accordance with the provisions of Section 242 of the General Corporation Law by written consent of the stockholders holding the requisite number of shares required by statute given in accordance with and pursuant to Section 228 of the General Corporation Law of the State of Delaware.

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IN WITNESS WHEREOF, this Corporation has caused this Certificate of Amendment of the Restated Certificate of Incorporation to be signed by its Chief Executive Officer, this 15<sup>th</sup> day of February, 2008.

  
\_\_\_\_\_  
Jim Burlingame, Chief Executive Officer

GDSVFA#