

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
Zipidee Inc	FORMERLY ZipVidee Inc	05/30/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Adgregate Markets Inc		
Street Address:	28 Liberty Ship Way		
Internal Address:	Suite 2805		
City:	Sausalito		
State/Country:	CALIFORNIA		
Postal Code:	94965		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3562094	ZIPIDEE THE DIGI*GOOD MARKETPLACE	
CORRESPONDENCE DATA			
Fax Number:	(703)738-7164		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	john@adgregate.com		
Correspondent Name:	John Underwood		
Address Line 1:	28 Liberty Ship Way		
Address Line 2:	Suite 2805		
Address Line 4:	Sausalito, CALIFORNIA 94965		
NAME OF SUBMITTER:	John Underwood		
Signature:	/john underwood/		
Date:	08/26/2010		
Total Attachments: 2			

OP \$40.00 3562094

900170344

**TRADEMARK
 REEL: 004267 FRAME: 0737**

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State of Delaware
Secretary of State
Division of Corporations
Delivered 02:00 PM 05/30/2008
FILED 01:58 PM 05/30/2008
SRV 080638330 - 4317494 FILE

**SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ADGREGATE MARKETS, INC.**

Henry Wong hereby certifies that:

ONE: The date of filing of the original Certificate of Incorporation of this company with the Secretary of State of the State of Delaware was March 15, 2007 as ZipVidee, Inc.

TWO: He is the duly elected and President of Adgregate Markets, Inc., a Delaware corporation.

THREE: The Certificate of Incorporation of this company is hereby amended and restated to read as follows:

I.

The name of this company is Adgregate Markets, Inc. (the "Company" or the "Corporation").

II.

The address of the registered office of this Company in the State of Delaware is 108 West 13th Street, City of Wilmington, County of New Castle, Zip Code 19801, and the name of the registered agent of this Corporation in the State of Delaware at such address is Business Filings Incorporated.

III.

The purpose of the Company is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law ("DGCL").

IV.

A. The Company is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Company is authorized to issue is twenty million (20,000,000) shares, ten million (10,000,000) shares of which shall be Common Stock (the "Common Stock") and ten million (10,000,000) shares of which shall be Preferred Stock (the "Preferred Stock"). The Preferred Stock shall have a par value of \$0.001 per share and the Common Stock shall have a par value of \$0.001 per share.

B. The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of Common Stock then outstanding) by the affirmative vote of the holders of a majority of the stock of the Company (voting together as a single class on an as-if-converted basis).

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
ZIPIDEE, INC.

Henry Wong hereby certifies that:

ONE: The date of filing of the original Certificate of Incorporation of this company with the Secretary of State of the State of Delaware was March 15, 2007 as ZipVidee, Inc.

TWO: He is the duly elected and President of Zipidee, Inc., a Delaware corporation.

THREE: The Certificate of Incorporation of this company is hereby amended and restated to read as follows:

I.

The name of this company is Zipidee, Inc. (the "Company" or the "Corporation").

II.

The address of the registered office of this Company in the State of Delaware is 108 West 13th Street, City of Wilmington, County of New Castle, Zip Code 19801, and the name of the registered agent of this Corporation in the State of Delaware at such address is Business Filings Incorporated.

III.

The purpose of the Company is to engage in any lawful act or activity for which a corporation may be organized under the Delaware General Corporation Law ("DGCL").

IV.

A. The Company is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Company is authorized to issue is twenty million (20,000,000) shares, ten million (10,000,000) shares of which shall be Common Stock (the "Common Stock") and ten million (10,000,000) shares of which shall be Preferred Stock (the "Preferred Stock"). The Preferred Stock shall have a par value of \$0.001 per share and the Common Stock shall have a par value of \$0.001 per share.

B. The number of authorized shares of Common Stock may be increased or decreased (but not below the number of shares of Common Stock then outstanding) by the affirmative vote of the holders of a majority of the stock of the Company (voting together as a single class on an as-if-converted basis).