

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
AlarmPoint Systems, Inc.		05/21/2010	CORPORATION: CALIFORNIA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	xMatters, Inc.		
<b>Street Address:</b>	4457 Willow Road, Suite 220		
<b>City:</b>	Pleasanton		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	94588		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	85011684	XMATTERS	
<b>Serial Number:</b>	85012003	(X) MATTERS	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(415)989-5143		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Email:</b>	syvia@mbvlaw.com		
<b>Correspondent Name:</b>	Syvia L. Magid - MBV Law LLP		
<b>Address Line 1:</b>	855 Front Street		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94111		
<b>ATTORNEY DOCKET NUMBER:</b>	22567		
<b>NAME OF SUBMITTER:</b>	Syvia L. Magid		
<b>Signature:</b>	/Syvia L. Magid/		
<b>Date:</b>	01/11/2011		

CH \$65.00 85011684

Total Attachments: 2

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State of California  
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) is a full, true and correct copy of the original record in the custody of this office.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAY 21 2010



*Debra Bowen*

DEBRA BOWEN  
Secretary of State

**CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
ALARMPPOINT SYSTEMS, INC.**

**ENDORSED - FILED**  
in the office of the Secretary of State  
of the State of California

**MAY 21 2010**

Troy McAlpin and Simon Pius hereby certify that:

1. They are the President and the Secretary, respectively, of ALARMPPOINT SYSTEMS, INC., a California corporation (the "Corporation").
2. Article I of the Articles of Incorporation of the Corporation is amended to read as follows:


"The name of this corporation is XMATTERS, INC."

3. The foregoing amendment to the Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.
4. The foregoing Amendment to the Articles of Incorporation has been duly approved by the holders of the requisite number of shares of this corporation in accordance with Sections 902 and 903 of the California Corporations Code. The total number of outstanding shares of the Corporation entitled to vote with respect to the amendment is 7,117,145 shares of Common Stock, 4,231,903 shares of Series A Preferred Stock, 3,763,836 shares of Series B Preferred Stock and 3,208,785 shares of Series C Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required. The percentage vote required was a majority of the outstanding shares of Common Stock and a majority of the outstanding shares of the Series A Preferred Stock, Series B Preferred Stock and Series C Preferred Stock.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Executed on May 21, 2010.

  
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Troy McAlpin, President

  
\_\_\_\_\_  
Simon Pius, Secretary

