

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
Sunrise Bidders, Inc.		04/06/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	uBid Holdings, Inc.		
Street Address:	740 Hilltop Drive		
City:	Itasca		
State/Country:	ILLINOIS		
Postal Code:	60143		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 9			
Property Type	Number	Word Mark	
Registration Number:	2535096	REDTAG.COM	
Registration Number:	2530998	REDTAGBIZ	
Registration Number:	2530997	REDTAGBIZ.COM	
Registration Number:	2229515	UBID	
Registration Number:	2519050	UBID	
Registration Number:	3065399	UBID THE MARKETPLACE YOU CAN TRUST	
Registration Number:	2991806	UBID.COM	
Registration Number:	3466440	UBID.COM	
Registration Number:	3048683	UBID.COM THE BRAND NAME MARKETPLACE	
CORRESPONDENCE DATA			
Fax Number:	(312)980-0765		
Phone:	312-269-8000		
Email:	mhoffman@ngelaw.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			

CH \$240.00 2535096

Correspondent Name: Lee J. Eulgen
Address Line 1: Neal Gerber & Eisenberg LLP
Address Line 2: Two North LaSalle Street
Address Line 4: Chicago, ILLINOIS 60602

ATTORNEY DOCKET NUMBER:	23983.0701
NAME OF SUBMITTER:	Lee J. Eulgen
Signature:	/Lee J. Eulgen/
Date:	12/05/2011

Total Attachments: 5
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OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

APRIL 7, 2011

6775-141-8

CSC NETWORKS
801 ADLAI STEVENSON DRIVE
SPRINGFIELD, IL 62703

RE UBID HOLDINGS, INC.

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND THE AMENDED AUTHORITY FOR THE
ABOVE CORPORATION.

FEES IN THIS CONNECTION HAVE BEEN RECEIVED AND CREDITED.

SINCERELY,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE
DEPARTMENT OF BUSINESS SERVICES
CORPORATION DIVISION
TELEPHONE (217) 782-6961

FORM **BCA 13.40** (rev. Dec. 2003)
APPLICATION FOR AMENDED
AUTHORITY TO TRANSACT
BUSINESS IN ILLINOIS
Business Corporation Act

FILED

APR 07 2011

**JESSE WHITE
SECRETARY OF STATE**

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-6961
http://www.cyberdriveillinois.com

Remit payment in the form of a
check or money order payable
to the Secretary of State.

File # 6775-141-8 Filing Fee: \$25.00 Approved: HH
Submit in duplicate _____ Type or Print clearly in black ink _____ Do not write above this line _____

1. (a) CORPORATE NAME: SUNRISE BIDDERS, INC.
(b) If changed, NEW CORPORATE NAME: UBID HOLDINGS, INC.
(c) (Complete only if the new corporate name is not available in this state.)
ASSUMED CORPORATE NAME: _____
(By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware (b) If changed, Period of Duration: _____

3. If changed, Purpose or Purposes proposed to be pursued in transacting business in this State:
(If not sufficient space to cover this point, use reverse side or add one or more sheets of this size.)

4. This application is accompanied by a copy of the articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, such copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$50 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$150. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee. The fees outlined in this paragraph are in addition to the \$25 filing fee in the upper right hand corner of this form.

5. The undersigned corporation has caused this application to be signed by a duly authorized officer who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated April 6 2011 uBid Holdings, Inc.
(Month/Day) (Year) (Exact Name of Corporation)
[Signature]
(Any Authorized Officer's Signature)
Michael M. Schmahl, EVP & GC
(Type or Print Name and Title)

FILED

6775-141-8

APR 07 2011

BCA

Delaware

JESSE WHITE
SECRETARY OF STATE

PAGE 1

13.30

\$50.00

The First State

I, JEFFREY W. BULLOCK, 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 "SUNRISE BIDDERS, INC.", CHANGING ITS NAME FROM "SUNRISE BIDDERS, INC." TO "UBID HOLDINGS, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF APRIL, A.D. 2011, AT 2:01 O'CLOCK P.M.

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

4872522 8100

110391194



Jeffrey W. Bullock, Secretary of State

AUTHENTICATION: 8678912

DATE: 04-07-11

You may verify this certificate online at corp.delaware.gov/authver.shtml

TRADEMARK
REEL: 004672 FRAME: 0395

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION
OF
SUNRISE BIDDERS, INC. (N/K/A UBID HOLDINGS, INC.)

The Corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That the Board of Directors of SunRise Bidders, Inc., adopted resolutions by unanimous written consent of the Directors pursuant to Section 141 of the General Corporation Law of the State of Delaware, setting forth proposed amendments to the Certificate of Incorporation of the Corporation, declaring said amendments to be advisable and recommending such amendments to the stockholders of the Corporation. The resolution setting forth the proposed amendments is as follows:

Resolved, that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "ARTICLE ONE" so that, as amended, said Article shall be read as follows:

The name of the Corporation is: uBid Holdings, Inc.

Resolved, that the Certificate of Incorporation of this Corporation be amended by changing the Article thereof numbered "ARTICLE FOUR" so that, as amended, said Article shall be read as follows:

Authorized Stock. The total number of shares of stock which the Corporation has authority to issue are:

50,000,000 shares of Common Stock, with a par value of \$0.001 per share; and

5,000,000 shares of Preferred Stock, with a par value of \$0.001 per share.

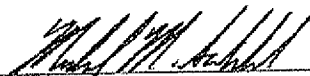
The Preferred Stock may be issued from time to time, in one or more series, and each series shall be known and designated by designations as may be stated and expressed in a resolution or resolutions adopted by the Board of Directors of the Corporation and as shall have been set forth in a certificate, made, executed, acknowledged, filed and recorded in the manner required by the laws of the State of Delaware in order to make the same effective. Each series shall consist of the number of shares as shall be stated and expressed in the resolution(s) providing for the issuance of Preferred Stock of the series together with the additional number of

shares as the Board of Directors by resolution(s) may, from time to time, determine to issue as part of the series. Unless otherwise provided with respect to any series, shares of any series may be issued in fractional shares. All shares of any one series of Preferred Stock shall be alike in every particular respect except that shares issued at different times may accumulate dividends from different dates. The Board of Directors shall have the power and authority to state and determine, in the resolution(s) providing for the issue of each series of Preferred Stock, the number of shares of each series authorized to be issued, the voting powers (if any) and the designations, preferences and relative, participating, optional or other rights appertaining to series, and the qualifications, limitations or restrictions of the series (including, but not limited to, full power and authority to determine as to the Preferred Stock of each series, the rate(s) of dividends payable thereon, the times of payment of the dividends, the prices and manner upon which the Preferred Stock of the series may be redeemed, the amount or amounts payable thereon in the event of liquidation, dissolution or winding up of the Corporation, and the right (if any) to convert the same into, and/or to purchase, stock of any other class or series). The Board of Directors may, from time to time, decrease the number of authorized shares of any series of Preferred Stock (but not below the number of shares of any series of Preferred Stock then outstanding). The foregoing provisions of this paragraph with respect to the creation or issuance of series of Preferred Stock shall be subject to any additional conditions with respect thereto which may be contained in any resolutions then in effect which shall have theretofore been adopted in accordance with the foregoing provisions of this paragraph with respect to any then outstanding series of Preferred Stock.

SECOND: That thereafter, pursuant to the unanimous written consent of its Board of Directors, a majority of the stockholders of said corporation, being the necessary number of shares as required by statute, executed a written consent in favor of such amendment in accordance with Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed this 6th day of April, 2011.

By: 

Title: Executive Vice President and General Counsel

Name: Michael M. Schmahl