

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>			
Name	Formerly	Execution Date	Entity Type
Proxy Aviation Systems, Inc.		08/30/2012	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
Name:	Proxy Technologies, Inc.		
Street Address:	1840 Michael Faraday Drive		
Internal Address:	Suite 220		
City:	Reston		
State/Country:	VIRGINIA		
Postal Code:	20190		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Serial Number:	76710819	UDMS	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	3018698929		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	301 869 8950		
Email:	wottesen@ottesen-ip.com		
Correspondent Name:	Walter Ottesen Patent Attorney		
Address Line 1:	P.O. 4026		
Address Line 4:	Gaithersburg, MARYLAND 20885-4026		
ATTORNEY DOCKET NUMBER:	W1028PA		
NAME OF SUBMITTER:	Christian Ottesen		
Signature:	/Christian Ottesen/		

OP \$40.00 76710819

Date:

12/18/2012

**Total Attachments: 4**

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# Delaware

PAGE 1

*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 "PROXY AVIATION SYSTEMS, INC.", CHANGING ITS NAME FROM "PROXY AVIATION SYSTEMS, INC." TO "PROXY TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE SIXTH DAY OF SEPTEMBER, A.D. 2012, AT 1:50 O'CLOCK P.M.

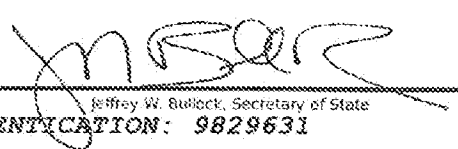
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

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



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 9829631

DATE: 09-07-12

TRADEMARK  
REEL: 004922 FRAME: 0219

CERTIFICATE OF AMENDMENT TO  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION OF  
PROXY AVIATION SYSTEMS, INC.

August 30, 2012

Proxy Aviation Systems, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), hereby certifies as follows:

**FIRST:** That in accordance with the requirements of Section 242 of the General Corporation Law of the State of Delaware (the "DGCL"), the board of directors of the Corporation, acting by written consent signed by all of the directors of the Corporation pursuant to Section 141(f) of the DGCL, duly adopted resolutions: (1) proposing and declaring advisable an amendment to the Corporation's Amended and Restated Certificate of Incorporation to change the name of the Corporation, to modify the terms governing the number of directors and the voting procedures for electing such directors and to change the registered agent of the Corporation and (2) recommending that such amendment be submitted to the stockholders of the Corporation for consideration, action and approval.

**SECOND:** That the following changes were made to the Corporation's Amended and Restated Certificate of Incorporation:

(a) That Article FIRST of the Corporation's Amended and Restated Certificate of Incorporation is hereby amended and restated in its entirety to read as follows:

The name of the Company is Proxy Technologies, Inc.

(b) That Article SECOND of the Corporation's Amended and Restated Certificate of Incorporation is hereby amended and restated in its entirety to read as follows:

The address of the Company's registered office in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, 19808. The name of its registered agent at such address is Corporation Service Company.

(c) That the portion of Article FOURTH of the Corporation's Amended and Restated Certificate of Incorporation under the heading "Voting Rights" is hereby amended and restated in its entirety to read as follows:

Except as otherwise provided by applicable law or the other provisions of this Amended and Restated Certificate of Incorporation and in addition to any voting rights provided by law, the holders of outstanding shares of the Series A, Series B and Series C:

shall be entitled to vote together with the holders of the Common Stock as a single class on all matters submitted for a vote of holders of Common Stock;

shall have such other voting rights as are specified in this Amended and Restated Certificate of Incorporation or as otherwise provided by Delaware law; and

shall be entitled to receive notice of any stockholders' meeting in accordance with the Amended and Restated Certificate of Incorporation and bylaws of the Company.

For purposes of the voting rights set forth in this Section Voting Rights, each share of Series A, Series B and Series C shall entitle the holder thereof to cast one vote for each whole vote that such holder would be entitled to cast had such holder converted its shares of Preferred Stock into shares of Common Stock as of the date immediately prior to the record date for determining the stockholders of the Company eligible to vote on any such matter.

The Board of Directors shall consist of five members. The holders of Common Stock, Series A, Series B and Series C shall have the right, voting separately as a single class on an as-converted basis (without the holders of Junior Preferred Stock), to elect all members of the Board of Directors (the "Directors") other than the Common Stock Director. A Director (other than the Common Stock Director) may only be removed by the vote of the holders of a majority of the Common Stock, Series A, Series B and Series C, voting separately as a single class on an as-converted basis (without the holders of Junior Preferred Stock) at a vote of the then outstanding shares of Common Stock, Series A, Series B and Series C at a meeting called for such purpose (or by written consent in lieu of such a meeting) (without the holders of Junior Preferred Stock). If for any reason a Director, other than a Common Stock Director, shall resign or otherwise be removed from the Board of Directors, then his or her replacement shall be a Person elected by the holders of the Common Stock, Series A, Series B and Series C in accordance with the voting procedures set forth in this paragraph. In order to be eligible to serve on the Company's Board of Directors, a person must satisfy all requirements of the Company's bylaws and applicable law.

**THIRD:** That this Certificate of Amendment to Amended and Restated Certificate of Incorporation was approved by the stockholders of the Corporation entitled to vote thereon, acting by written consent pursuant to Section 228 of the DGCL.

**FOURTH:** That the foregoing amendment to the Amended and Restated Certificate of Incorporation of the Corporation was duly adopted and approved in accordance with the requirements of Sections 242 and 228 of the DGCL.

IN WITNESS WHEREOF, Proxy Aviation Systems, Inc. has caused this Certificate of Amendment to Amended and Restated Certificate of Incorporation to be signed by its duly authorized officer, as of the date first above written.

PROXY AVIATION SYSTEMS, INC.

By: Robert F. Davis  
Name: Robert F. Davis  
Title: Chief Executive Officer