

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
College Prowler, Inc.		08/26/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Niche.com, Inc.		
Street Address:	5830 Ellsworth Avenue, Suite 101		
City:	Pittsburgh		
State/Country:	PENNSYLVANIA		
Postal Code:	15232		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	2899236	COLLEGE PROWLER	
Registration Number:	2942795	OFF THE RECORD	
Serial Number:	85799129	CHANCE ME	
Registration Number:	4379556	CHANCE CREDITS	
Serial Number:	85914638	NICHE	
CORRESPONDENCE DATA			
Fax Number:	4154421001		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	415-442-1326		
Email:	ralpert@morganlewis.com		
Correspondent Name:	Rochelle D. Alpert		
Address Line 1:	One Market, Spear Street Tower		
Address Line 4:	San Francisco, CALIFORNIA 94105		
ATTORNEY DOCKET NUMBER:	067177-0003		

CH \$140.00 2899236

NAME OF SUBMITTER:	Rochelle D. Alpert
Signature:	/rda/
Date:	12/17/2013
Total Attachments: 3 source=College Prowler Inc - 8-26-13 DE Certificate of Amendment to Certifica #page1.tif source=College Prowler Inc - 8-26-13 DE Certificate of Amendment to Certifica #page2.tif source=College Prowler Inc - 8-26-13 DE Certificate of Amendment to Certifica #page3.tif	

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 "COLLEGE PROWLER, INC.", CHANGING ITS NAME FROM "COLLEGE PROWLER, INC." TO "NICHE.COM, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF AUGUST, A.D. 2013, AT 12:59 O'CLOCK P.M.

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

3555234 8100

131023939



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0690448

DATE: 08-26-13

TRADEMARK
REEL: 005175 FRAME: 0259

**FIFTH AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
COLLEGE PROWLER, INC.**

College Prowler, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, as amended (the "DGCL"),

DOES HEREBY CERTIFY:

FIRST: The Corporation was originally incorporated by the filing of its Certificate of Incorporation with the Secretary of State of the State of Delaware (the "Secretary") on August 5, 2002.

SECOND: A Certificate of Amendment was filed with the Secretary on August 16, 2004.

THIRD: A Certificate of Amendment was filed with the Secretary on August 30, 2004.

FOURTH: A Certificate of Amendment was filed with the Secretary on September 29, 2004.

FIFTH: A Certificate of Amendment was filed with the Secretary on December 15, 2005.

SIXTH: That the FIRST Article of the Corporation's Certificate of Incorporation is hereby amended so that, as amended, said Article shall read in its entirety as follows:

"FIRST: The name of the corporation is: Niche.com, Inc."

SEVENTH: That the above amendment was duly adopted in accordance with the provisions of Sections 228 and 242 of the DGCL.

IN WITNESS WHEREOF, College Prowler, Inc. has caused this certificate to be signed this 20th day of August, 2013.

COLLEGE PROWLER, INC.

By: /s/ Luke Skurman

Name: Luke Skurman

Title: President and Chief Executive Officer