

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
Level Financial, Inc.		08/27/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Level Money, Inc.		
Street Address:	847 Sansome Street		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94111		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85776339	LEVEL	
Serial Number:	85776341	LEVEL MONEY	
CORRESPONDENCE DATA			
Fax Number:	6504936811		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	650-493-9300		
Email:	trademarks@wsgr.com		
Correspondent Name:	Wilson Sonsini Goodrich & Rosati		
Address Line 1:	650 Page Mill Road		
Address Line 4:	Palo Alto, CALIFORNIA 94304-1050		
ATTORNEY DOCKET NUMBER:	43288-900/JW		
NAME OF SUBMITTER:	John L. Slafsky		
Signature:	/John L. Slafsky/		

CH \$65.00 85776339

Date:

12/17/2013

Total Attachments: 2

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Delaware

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The First State

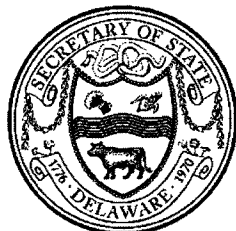
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE RESTATED CERTIFICATE OF "LEVEL FINANCIAL, INC.", CHANGING ITS NAME FROM "LEVEL FINANCIAL, INC." TO "LEVEL MONEY, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF AUGUST, A.D. 2013, AT 4:19 O'CLOCK P.M.

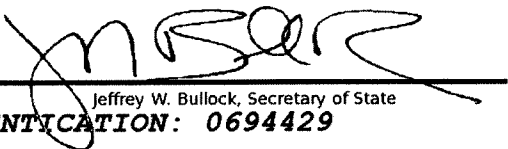
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5174246 8100

131030282

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0694429

DATE: 08-27-13

TRADEMARK
REEL: 005177 FRAME: 0383

**SECOND AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
LEVEL FINANCIAL, INC.**

Level Financial, Inc., a corporation organized and existing under the laws of the State of Delaware (the "*Corporation*"), certifies that:

1. The name of the Corporation is Level Financial, Inc. The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on June 22, 2012 and the Corporation's Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on October 25, 2012.
2. This Second Amended and Restated Certificate of Incorporation was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware, and has been duly approved by the written consent of the stockholders of the Corporation in accordance with Section 228 of the General Corporation Law of the State of Delaware.
3. The text of the Amended and Restated Certificate of Incorporation is amended and restated to read as set forth in EXHIBIT A attached hereto.

IN WITNESS WHEREOF, Level Financial, Inc. has caused this Second Amended and Restated Certificate of Incorporation to be signed by Jacob S. Fuentes, a duly authorized officer of the Corporation, on August 27, 2013.

/s/ Jacob S. Fuentes
Jacob S. Fuentes
Chief Executive Officer