

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
EMN8, Inc.		02/19/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Tillster, Inc.		
Street Address:	10070 Mesa Rim Road		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	02121		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86071660	TILLSTER	
Serial Number:	86071649	TILLSTER	
CORRESPONDENCE DATA			
Fax Number:	4155911400		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	415-591-1000		
Email:	trademarksSF@winston.com		
Correspondent Name:	Sandra L. Owen, Winston & Strawn LLP		
Address Line 1:	101 California Street		
Address Line 4:	San Francisco, CALIFORNIA 94111		
ATTORNEY DOCKET NUMBER:	014301.00003		
NAME OF SUBMITTER:	Sandra L. Owen		
Signature:	/Sandra L. Owen/		

CH \$65.00 86071660

Date:

03/05/2014

Total Attachments: 4

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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 CERTIFICATE OF AMENDMENT OF "EMN8, INC.", CHANGING ITS NAME FROM "EMN8, INC." TO "TILLSTER, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF FEBRUARY, A.D. 2014, AT 8 O'CLOCK A.M.

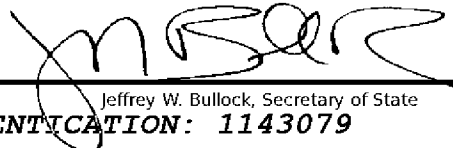
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3489004 8100

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1143079

DATE: 02-19-14

TRADEMARK
REEL: 005231 FRAME: 0409

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF EMN8, INC.,
a Delaware corporation**

EMN8, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

ONE: The undersigned is the duly elected and acting Chief Financial Officer of the Corporation. The original name of the Corporation was VAST Interactive, Inc. and the date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware was February 6, 2002.

TWO: That resolutions were duly adopted by the Corporation's Board of Directors setting forth, approving and adopting proposed amendments to the Corporation's Amended and Restated Certificate of Incorporation (the "Restated Certificate") and declaring such amendments to be advisable and recommended for approval by the Corporation's stockholders, and that such resolutions provide that:

1. Article I of the Restated Certificate is hereby deleted in its entirety and replaced as follows:

"The name of the corporation is Tillster, Inc."

2. Section 5.8(b)(i)(H) of Article V of the Restated Certificate shall be amended and restated to read in its entirety as follows:

"(H) any shares of Series AA Preferred Stock issued pursuant to that certain Series AA Preferred Stock and Note Purchase Agreement, dated June 19, 2013, by and among the Corporation and the purchasers listed on the Schedule of Purchasers thereto, or that certain Series AA Preferred Stock and Note Purchase Agreement, dated January 10, 2014, by and among the Corporation and the purchasers listed on the Schedule of Purchasers thereto, as such agreements or schedules may be amended from time to time (the "**Purchase Agreements**"), including without limitation the shares of Series AA Preferred Stock issuable upon conversion of the subordinated secured promissory notes issued thereunder (collectively, the "**Purchase Agreement Shares**");"

3. Section 5.8(b)(i)(J) of Article V of the Restated Certificate shall be amended and restated to read in its entirety as follows:

"(J) any shares of Series AA Preferred Stock issued to third parties in connection with the Strategic Transaction (as defined in the Purchase Agreements) and any shares of Common Stock issuable upon conversion of such shares of Series AA Preferred Stock."

4. The following subsection (K) shall be added to Article V, Section 5.8(b)(i) of the Restated Certificate:

“(K) any shares of (1) Series AA Preferred Stock issued upon conversion of the subordinated secured convertible promissory notes or subordinated secured convertible revolver notes to be issued pursuant to that certain Subordinated Secured Note Purchase Agreement, dated January 10, 2014, between the Company and the purchaser listed therein, as such agreement may be amended from time to time (the “*Note Shares*”), or (2) Common Stock issuable upon conversion of the Note Shares.”

5. Section 8.1(h)(vii) of Article V of the Restated Certificate shall be amended and restated to read in its entirety as follows:

“(vii) the issuance of subordinated secured convertible promissory notes pursuant to the Purchase Agreements (the “*Purchase Agreement Notes*”); or”

6. Section 8.1(j) of Article V of the Restated Certificate shall be amended and restated to read in its entirety as follows:

“(j) incurs any debt convertible into shares of Common Stock or Preferred Stock or other equity securities of the Corporation other than (i) the issuance of Purchase Agreement Notes pursuant to the Purchase Agreements or (ii) as otherwise approved by the Board, including a majority of the Series AA Directors and the Lead Series AA Director;”

THREE: That the Corporation’s stockholders approved such amendments by vote of the requisite outstanding shares in accordance with Section 228 of the General Corporation Law of the State of Delaware.

FOUR: That such amendments were duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this Certificate of Amendment of Amended and Restated Certificate of Incorporation has been executed as of this 19th day of February, 2014.

EMN8, INC.

/s/ John D. Redding

John D. Redding,
Chief Financial Officer