

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM307416

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
XL Marketing Corp.		03/03/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Zeta Interactive Corp.		
Street Address:	185 Madison Avenue, 5th Floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10016		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4419871	HIREDIN	
CORRESPONDENCE DATA			
Fax Number:	2024576315		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	2024576030		
Email:	deborah.lodge@squirepb.com, karen.agee@squirepb.com		
Correspondent Name:	Deborah M Lodge, Squire Patton Boggs LLP		
Address Line 1:	2550 M Street, NW		
Address Line 4:	Washington, D.C. 20037		
ATTORNEY DOCKET NUMBER:	026718.0113		
NAME OF SUBMITTER:	Deborah M. Lodge		
SIGNATURE:	/Deborah M. Lodge/		
DATE SIGNED:	06/12/2014		
Total Attachments: 4			
source=XL Marketing Delaware DE Certificate of Amendment to change name to Zeta (2)#page1.tif			
source=XL Marketing Delaware DE Certificate of Amendment to change name to Zeta (2)#page2.tif			
source=XL Marketing Delaware DE Certificate of Amendment to change name to Zeta (2)#page3.tif			
source=XL Marketing Delaware DE Certificate of Amendment to change name to Zeta (2)#page4.tif			

OP \$40.00 4419871

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 "XL MARKETING CORP.", CHANGING ITS NAME FROM "XL MARKETING CORP." TO "ZETA INTERACTIVE CORP.", FILED IN THIS OFFICE ON THE THIRD DAY OF MARCH, A.D. 2014, AT 7:02 O'CLOCK P.M.

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

4431538 8100

140283848




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1181391

DATE: 03-05-14

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

TRADEMARK
REEL: 005301 FRAME: 0293

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION**

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

FIRST: That at a meeting of the Board of Directors of
XL Marketing Corp.

resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered " ONE " so that, as amended, said Article shall be and read as follows:

That the name of the Corporation is: Zeta Interactive Corp. (the "Corporation").

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

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 3rd day of March, 2014.

By: /s/ Steven Vine

Authorized Officer
Secretary

Title: _____

Name: Steven Vine

Print or Type

Zeta Interactive, LLC
185 Madison Ave Fl. 5
New York, NY 10016-4325
P: (212) 967-5055 F: (212) 967-1028

March 3, 2014

Re: Consent to Use of Name


As of the date hereof, Zeta Interactive, LLC (File Number: 5025641), a limited liability company formed under the laws of the State of Delaware, hereby consents to the name change of XL Marketing Corp. (File Number: 4431538), a corporation organized under the laws to the State of Delaware to:

Zeta Interactive Corp.

IN WITNESS WHEREOF, the undersigned has executed this letter, this 3rd day of March, 2014.

ZETA INTERACTIVE, LLC

By: SPIRE VISION HOLDINGS, INC., in its
capacity as the sole member of Zeta Interactive,
LLC, a Delaware limited liability company

By: 
Name: Steve Vine
Title: Secretary

STATE OF DELAWARE

**WAIVER OF REQUIREMENT
FOR AFFIDAVIT OF EXTRAORDINARY CONDITION**

It appears to the Secretary of State that an earlier effort to deliver this instrument and tender such taxes and fees was made in good faith on the file date stamped hereto. The Secretary of State has determined that an extraordinary condition (as reflected in the records of the Secretary of State) existed at such date and time and that such earlier effort was unsuccessful as a result of the existence of such extraordinary condition, and that such actual delivery and tender were made within a reasonable period (not to exceed two business days) after the cessation of such extraordinary condition and establishes such date and time as the filing date of such instrument.

Jeffrey W. Bullock
Jeffrey W. Bullock
Secretary of State