

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM318422

| | | | |
|---|-----------------------------|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| eRecycling Group, Inc. | | 09/18/2014 | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Hyla, Inc. | | |
| Street Address: | 909 Hidden Ridge, Suite 440 | | |
| City: | Irving | | |
| State/Country: | TEXAS | | |
| Postal Code: | 75038-3813 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 5 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 85845915 | HYLA | |
| Serial Number: | 85845914 | HYLA | |
| Serial Number: | 85845911 | HYLA | |
| Serial Number: | 85845909 | HYLA | |
| Registration Number: | 4340260 | ERECYCLINGCORPS | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2146616604 | | |
| <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: | 214-953-5990 | | |
| Email: | croukipdocket@jw.com | | |
| Correspondent Name: | Christopher J. Rourk | | |
| Address Line 1: | 901 Main Street, suite 6000 | | |
| Address Line 4: | Dallas, TEXAS 75202 | | |
| ATTORNEY DOCKET NUMBER: | 141250.00008 | | |
| NAME OF SUBMITTER: | Christopher J. Rourk | | |
| SIGNATURE: | /Christopher J. Rourk/ | | |
| DATE SIGNED: | 09/30/2014 | | |
| Total Attachments: 5 | | | |
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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 "ERECYCLING GROUP, INC.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF SEPTEMBER, A.D. 2014, AT 1:36 O'CLOCK P.M.

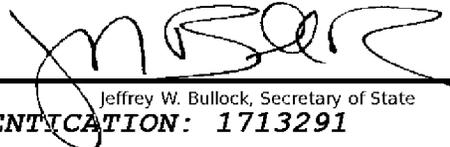
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

5042430 8100

141194824



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1713291

DATE: 09-19-14

TRADEMARK
REEL: 005371 FRAME: 0140

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF THE AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
ERECYCLING GROUP, INC.

eRecycling Group, Inc. (the "*Corporation*"), a 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 the Corporation resolutions were duly adopted setting forth a proposed amendment of the Amended and Restated Certificate of Incorporation, as amended, of the Corporation, declaring said amendment to be advisable and directing that the proposed amendment be submitted to the stockholders of the Corporation for consideration. The resolution setting forth the proposed amendment is as follows:

"NOW, THEREFORE, BE IT RESOLVED, that the Board deems it advisable, and the Board hereby recommends, that the Amended and Restated Certificate of Incorporation, as amended, of the Corporation be amended as follows:

1. By deleting Article I in its entirety and replacing it with the following:

ARTICLE I: NAME.

The name of this corporation is Hyla, Inc. (the "*Corporation*").

2. By deleting Article IV.B.3, Section 3.2 in its entirety and replacing it with the following:

3.2 Election of Directors. The Board shall consist of no fewer than seven (7) members. For so long as any shares of Series C Preferred Stock remain outstanding, the holders of record of the shares of Series C Preferred Stock, exclusively and as a separate class, shall be entitled to elect one (1) director of the Corporation (the "*Series C Director*"). For so long as any shares of Series B Preferred Stock remain outstanding, the holders of record of the shares of Series B Preferred Stock, exclusively and as a separate class, shall be entitled to elect one (1) director of the Corporation (the "*Series B Director*" and together with the Series C Director, the "*Preferred Directors*"). For so long as the former stockholders of Flipswap, Inc. (the "*Flipswap Holders*") that were originally issued shares of Series A Preferred Stock in connection with the acquisition of Flipswap, Inc. by the Corporation (the "*Flipswap Shares*") continue to beneficially hold an aggregate of at least seventy-five percent (75%) of the Flipswap Shares, the Flipswap Holders that are holders of record and the holders of Common Stock, voting together as a single class on an as-converted basis, shall be entitled to elect one (1) director of the Corporation. The holders of record of the shares of Common Stock, exclusively and as a separate class, shall be entitled to elect four (4) directors of the Corporation (the "*Common Directors*"). The holders of record of at least a majority of the then outstanding shares of (i) Convertible Preferred Stock, voting together as a single class on an as-

converted basis, and (ii) Common Stock, voting separately as a single class, shall be entitled to elect one (1) or more additional directors of the Corporation (each, a "*Special Director*") as determined by a resolution adopted by such holders. Any director elected as provided in the preceding sentences may be removed without cause by, and any vacancy in the office of any such removed director may be filled by, and only by, the affirmative vote of the holders of the shares of the class, classes or series of capital stock entitled to elect such director or directors, given either at a special meeting of such stockholders duly called for that purpose or pursuant to a written consent of such stockholders. If the holders of shares of a class, classes, or series of capital stock fail to elect a sufficient number of directors to fill all directorships for which they are entitled to elect directors, voting exclusively and as a separate class, pursuant to this Section 3.2, then any directorship not so filled shall remain vacant until such time as the holders of such class, classes, or series, as the case may be, elect a person to fill such directorship by vote or written consent in lieu of a meeting; and no such directorship may be filled by stockholders of the Corporation other than by the stockholders of the Corporation that are entitled to elect a person to fill such directorship, voting exclusively and as a separate class. A vacancy in any directorship filled by the holders of any class, classes, or series shall be filled only by vote or written consent in lieu of a meeting of the holders of such class, classes, or series. At any meeting held for the purpose of electing a director, the presence in person or by proxy of the holders of a majority of the outstanding shares (determined on an as-converted basis) of the class, classes or series entitled to elect such director shall constitute a quorum for the purpose of electing such director and the candidate or candidates to be elected by such class, classes or series shall be those who receive the highest number of affirmative votes (on an as-converted basis) of the outstanding shares of such class, classes or series. In the case of an action taken by written consent without a meeting, the candidate or candidates to be elected by such class, classes or series shall be those who are elected by the written consent of the holders of a majority of such class, classes or series (determined on an as-converted basis). The voting power of each director with respect to each action taken by the Board shall be one vote per director; provided, however, that, in accordance with Section 141(d) of the General Corporation Law, the voting power of any Special Director with respect to actions taken by the Board may be increased or decreased, from time to time, to such number of votes and/or fractional votes (including no such votes) as determined by a resolution adopted by the holders of record of at least a majority of the then outstanding shares of (i) Convertible Preferred Stock, voting together as a single class on an as-converted basis, and (ii) Common Stock, voting separately as a single class (including in each case in a resolution adopted thereby prior to the effective time of the amendment adding this text), except that such Special Director shall in no event have more votes than any single Preferred Director or Common Director. Unless otherwise determined in such resolution, a director's voting power for any action taken by a committee of the Board, and by any subcommittee of a committee of the Board, shall be the same as such director's voting power with respect to action taken by the Board. For the avoidance of doubt, (a) the voting

power of any director may be different from the voting power of any other director as more specifically set forth in this Section 3.2, and (b) the holders of record of at least a majority of the then outstanding shares of (i) Convertible Preferred Stock, voting together as a single class on an as-converted basis, and (ii) Common Stock, voting separately as a single class, may act, by written consent or at a stockholder meeting, to fix or alter the voting power of any Special Director as more specifically set forth in this Section 3.2. For purposes of this Restated Certificate and the Bylaws of the Corporation, every reference to a majority or other proportion of directors with respect to establishing a quorum for meetings of the Board, Board committees or subcommittees of Board committees, and with respect to the requisite vote for approval of any action by the Board, a Board committee or a subcommittee of a Board committee (whether action is taken at a meeting or by written consent) shall refer to such majority or other proportion, as applicable, of the votes entitled to be cast by such directors.'

3. By adding the following as a new Article XI:

'When the terms of this Restated Certificate refer to a specific agreement, resolution or other document or a decision by any body, person or entity to determine the meaning or operation of a provision hereof, the Secretary of the Corporation shall maintain a copy of such agreement, resolution, document or decision at the principal executive offices of the Corporation and a copy thereof shall be provided free of charge to any stockholder who makes a request therefor. Unless otherwise provided in this Restated Certificate, a reference to any specific agreement, resolution or other document shall be deemed a reference to such agreement, resolution or other document as amended from time to time in accordance with the terms of such agreement, resolution or document.'

SECOND: That thereafter, pursuant to resolution of its Board of Directors, the stockholders of the Corporation representing the necessary number of shares as required by statute voted in favor of the amendment by written consent in accordance with Section 228 of the General Corporation Law of the State of Delaware.

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.

18th IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this day of September, 2014.

By: 
(Authorized Officer)
Name: David Edmondson
Title: CEO