

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM343238

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Smart Wire Grid, Inc.		02/19/2015	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Smart Wires Inc.		
Street Address:	1300 Clay Street		
Internal Address:	Suite 840		
City:	Oakland		
State/Country:	CALIFORNIA		
Postal Code:	94612		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	86415858	POWERLINE GUARDIAN	
Serial Number:	86507149	SMARTWIRES	
CORRESPONDENCE DATA			
Fax Number:	3102037199		
<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:	310 277-1010		
Email:	jwald@irell.com, mcohen@irell.com, trademarks@irell.com		
Correspondent Name:	Jane Shay Wald		
Address Line 1:	1800 Avenue of the Stars, Suite 900		
Address Line 4:	Los Angeles, CALIFORNIA 90067		
ATTORNEY DOCKET NUMBER:	162994-7001		
NAME OF SUBMITTER:	Jane Shay Wald		
SIGNATURE:	/Jane Shay Wald/		
DATE SIGNED:	06/02/2015		
Total Attachments: 3			
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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 "SMART WIRE GRID, INC.", CHANGING ITS NAME FROM "SMART WIRE GRID, INC." TO "SMART WIRES INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF FEBRUARY, A.D. 2015, AT 11:27 O'CLOCK A.M.

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

4890324 8100

150220809



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2132420

DATE: 02-19-15

TRADEMARK
REEL: 005540 FRAME: 0255

**CERTIFICATE OF AMENDMENT (FOURTH AMENDMENT)
TO THE
SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
SMART WIRE GRID, INC.**

Mark Freyman, the Chief Financial Officer of Smart Wire Grid, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: The name of this corporation is Smart Wire Grid, Inc.

SECOND: The date on which the Certificate of Incorporation of the corporation was originally filed with the Secretary of State of the State of Delaware is October 27, 2010, the date on which the Amended and Restated Certificate of Incorporation was filed is September 20, 2011 and the date on which the Second Amended and Restated Certificate of Incorporation was filed is February 12, 2014 (which was subsequently amended on February 14, 2014, September 26, 2014 and January 12, 2015).

THIRD: That the Board of Directors of the corporation duly adopted by unanimous consent a resolution setting forth an amendment to the corporation's Amended and Restated Certificate of Incorporation, declaring said amendment to be advisable and in the best interests of the corporation such that FIRST of the Amended and Restated Certificate of Incorporation be amended to read as follows:

“FIRST: The name of this corporation is Smart Wires Inc.”

FOURTH: That the Board of Directors of the corporation duly adopted by unanimous consent a resolution setting forth an amendment to the corporation's Amended and Restated Certificate of Incorporation, declaring said amendment to be advisable and in the best interests of the corporation such that the first paragraph of Article FOURTH of the Amended and Restated Certificate of Incorporation be amended to read as follows:

“FOURTH: The total number of shares of all classes of stock which the Corporation shall have authority to issue is (i) 61,686,032 shares of Common Stock, \$0.00001 par value per share (“**Common Stock**”), and (ii) 39,872,201 shares of Preferred Stock, \$0.00001 par value per share (“**Preferred Stock**”).”

FIFTH: That the Board of Directors of the corporation duly adopted by unanimous consent a resolution setting forth an amendment to the corporation's Amended and Restated Certificate of Incorporation, declaring said amendment to be advisable and in the best interests of the corporation such that the first paragraph of Article FOURTH, Section B of the Amended and Restated Certificate of Incorporation be amended to read as follows:

“6,000,000 shares of the authorized Preferred Stock of the Corporation are hereby designated “**Series A-1 Preferred Stock**”, 6,666,670 shares of the authorized Preferred Stock of the Corporation are hereby designated “**Series A-2 Preferred Stock**” and 4,285,710 shares of the authorized Preferred Stock of the Corporation are hereby designated “**Series A-3 Preferred Stock.**” The Series A-1 Preferred Stock, the Series A-2 Preferred Stock and the Series A-3 Preferred Stock are sometimes collectively referred to as the “**Series A Preferred Stock.**” 22,919,821 shares of the authorized Preferred Stock of the Corporation are hereby designated “**Series B Preferred Stock.**” The Preferred Stock shall have the following rights, preferences, powers, privileges and restrictions, qualifications and limitations. Unless otherwise indicated, references to “Sections” or “Subsections” in this Part B of this Article Fourth refer to sections and subsections of Part B of this Article Fourth.”

SIXTH: That thereafter said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law by written consent of the stockholders holding the requisite number of shares required by statute given in accordance with and pursuant to Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the corporation has caused this Certificate of Amendment (Fourth Amendment) to the Second Amended and Restated Certificate of Incorporation to be signed by its Chief Financial Officer this 19th day of February 2015.

/s/ Mark Freyman
Mark Freyman, CFO