

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM556739

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
littleBits Electronics Inc.		08/23/2019	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	GS2, Inc.		
Street Address:	2495 HARRISON STREET		
City:	SAN FRANCISCO		
State/Country:	CALIFORNIA		
Postal Code:	94110		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	4315020	DIY	
Registration Number:	4448379	DIY	
Registration Number:	4451886	DIY	
Registration Number:	4293617	DIY	
Registration Number:	4293616	DIY	
Registration Number:	4507480	DIY	
Serial Number:	87875658	JAM	
CORRESPONDENCE DATA			
Fax Number:	3172317433		
<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:	317-236-1313		
Email:	oclavio@btlaw.com		
Correspondent Name:	Olivia M. Clavio		
Address Line 1:	11 South Meridian Street		
Address Line 4:	Indianapolis, INDIANA 46204		
ATTORNEY DOCKET NUMBER:	55952220630		
NAME OF SUBMITTER:	Olivia M. Clavio		
SIGNATURE:	/OClavio/		

OP \$190.00 4315020

DATE SIGNED:	01/09/2020
---------------------	------------

Total Attachments: 3

source=LITTLEBITS ELECTRONICS INC - Delaware name change#page1.tif

source=LITTLEBITS ELECTRONICS INC - Delaware name change#page2.tif

source=LITTLEBITS ELECTRONICS INC - Delaware name change#page3.tif

Delaware

The First State

Page 1

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 "LITTLEBITS ELECTRONICS INC.", CHANGING ITS NAME FROM "LITTLEBITS ELECTRONICS INC." TO "GS2, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF AUGUST, A.D. 2019, AT 4:41 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

5030811 8100
SR# 20196692015

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

Authentication: 203468406
Date: 08-23-19

TRADEMARK
REEL: 006834 FRAME: 0499

**CERTIFICATE OF AMENDMENT
TO
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
LITTLEBITS ELECTRONICS INC.**

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

FIRST: The name of this corporation is littleBits Electronics Inc. (hereinafter referred to as the "Corporation").

SECOND: The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on August 25, 2011. The Fourth Amended and Restated Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on February 6, 2019 (as amended from time to time, the "Restated Certificate").

THIRD: Pursuant to Section 242 of the DGCL, this Certificate of Amendment to Fourth Amended and Restated Certificate of Incorporation of the Corporation (this "Certificate of Amendment") hereby amends the Restated Certificate, as set forth below:

1. Article I of the Restated Certificate is hereby amended and restated to read in its entirety as follows:

"The name of this company is GS2, Inc. (the "Corporation")."

2. Article IV, Section C(4)(c) of the Restated Certificate is hereby amended and restated to read in its entirety as follows:


"(c) In the event of a Liquidation Event, Acquisition or Asset Transfer, if the consideration to be received or payments or distributions to be made to stockholders are securities of a corporation or other property other than cash, the value of such consideration, payments or distributions will be deemed the fair market value as determined in good faith by the Board (including the approval of the at least one of the Series I Directors) on the date such determination is made; *provided that*, in a Liquidation Event, Acquisition or Asset Transfer, the per share value of common stock of Sphero, Inc. held by the Corporation shall be deemed to be \$3.0487 at the time of such Liquidation Event, Acquisition or Asset Transfer."

FOURTH: This Certificate of Amendment has been duly approved and adopted by the Board of Directors and stockholders of the Corporation in accordance with Sections 141, 228 and 242 of the DGCL.

[Signature page follows]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed by a duly authorized officer of this corporation on this 23rd day of August, 2019.

LITTLEBITS ELECTRONICS INC.

By: 
Name: Aya Bdeir
Title: Chief Executive Officer