

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM316887

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>SEQUENCE:</b>	2		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
24/7 Media, Inc.		12/31/2013	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Xaxis Holdings, Inc.		
<b>Street Address:</b>	132 West 31st Street		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10001		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3396969	THE SCIENCE OF DIGITAL MARKETING	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2124684888		
<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>			
<b>Phone:</b>	(212) 468-4800		
<b>Email:</b>	jkatz@dglaw.com		
<b>Correspondent Name:</b>	Jeffrey C. Katz		
<b>Address Line 1:</b>	Davis & Gilbert LLP, 1740 Broadway		
<b>Address Line 4:</b>	New York, NEW YORK 10019		
<b>ATTORNEY DOCKET NUMBER:</b>	003023-1518-000 (AGN JAC)		
<b>NAME OF SUBMITTER:</b>	Jeffrey C. Katz		
<b>SIGNATURE:</b>	/Jeffrey C. Katz/		
<b>DATE SIGNED:</b>	09/12/2014		
<b>Total Attachments: 3</b>			
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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 "24/7 MEDIA, INC.", CHANGING ITS NAME FROM "24/7 MEDIA, INC." TO "XAXIS HOLDINGS, INC.", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2013, AT 10:45 O'CLOCK A.M.

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

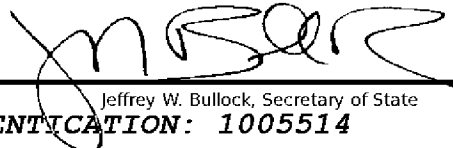
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013.

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1005514

DATE: 12-23-13

TRADEMARK  
REEL: 005361 FRAME: 0845

**CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
24/7 MEDIA, INC.**

The undersigned corporation, in order to amend its Certificate of Incorporation, hereby certifies as follows:

**FIRST:** The name of the corporation is:

24/7 MEDIA, INC.

**SECOND:** The corporation hereby amends its Certificate of Incorporation as follows:

Paragraph **FIRST** of the Certificate of Incorporation, relating to the corporate title of the corporation, is hereby amended to read as follows:

**“FIRST:** The name of the corporation is:

“XAXIS HOLDINGS, INC.”

**THIRD:** The amendment effected herein was authorized by the consent in writing, setting forth the action so taken, unanimously signed by the holder of all the outstanding shares and each of the members of the Board of Directors entitled to vote thereon pursuant to Sections 228 and 242 of the General Corporation Law of the State of Delaware.

**FOURTH:** This amendment shall be effective as of December 31, 2013

*[Signature Page Follows]*

**IN WITNESS WHEREOF**, I hereunto sign my name and affirm that the statements made herein are true under the penalties of perjury, this 23<sup>rd</sup> day of December, 2013.

/s/ Kevin Farewell

Kevin Farewell, Secretary