

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/04/2012
CONVEYING PARTY DATA	
Name	Execution Date
LIVELEAF, INC.	09/04/2012
RECEIVING PARTY DATA	
Name:	LIVELEAF, INC., A DELAWARE CORPORATION
Street Address:	1200 INDUSTRIAL ROAD, 9B
City:	SAN CARLOS
State/Country:	CALIFORNIA
Postal Code:	94070
PROPERTY NUMBERS Total: 6	
Property Type	Number
Application Number:	12317638
Application Number:	12715270
Application Number:	13135124
Application Number:	13135125
Application Number:	13135128
Application Number:	13135123
CORRESPONDENCE DATA	
Fax Number:	6505561945
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	6505561945
Email:	BRIAN@SYNDICATEDLAW.COM
Correspondent Name:	BRIAN S BOYER
Address Line 1:	460 SEAPORT COURT
Address Line 4:	REDWOOD CITY, CALIFORNIA 94063

ATTORNEY DOCKET NUMBER:	LIVEP_ALL
NAME OF SUBMITTER:	BRIAN S. BOYER, PH.D.
Total Attachments: 4 source=LIVEP001US01-Cert_of_Merger_DE-CUTE#page1.tif source=LIVEP001US01-Cert_of_Merger_DE-CUTE#page2.tif source=LIVEP001US01-Cert_of_Merger_DE-CUTE#page3.tif source=LIVEP001US01-Cert_of_Merger_DE-CUTE#page4.tif	

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 MERGER, WHICH MERGES:

"LIVELEAF, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "LIVELEAF, INC." UNDER THE NAME OF "LIVELEAF, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2012, AT 2:35 O'CLOCK P.M.

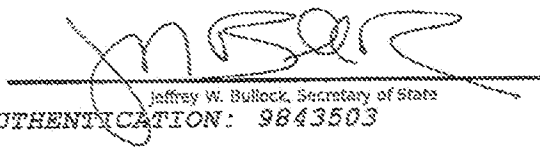
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

5207480 8100M

121028208

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




AUTHENTICATION: 9843503

DATE: 09-13-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:38 PM 09/13/2012
FILED 02:35 PM 09/13/2012
SV 121028208 - 5207480 FILE

CERTIFICATE OF MERGER

FOR

MERGER OF

LIVELEAF, INC.

(A CALIFORNIA CORPORATION)

INTO

LIVELEAF, INC.

(A DELAWARE CORPORATION)

The undersigned corporation, LiveLeaf, Inc., a Delaware corporation ("LiveLeaf"), which is the surviving corporation in the merger described herein, hereby states as follows:

1. The name and state of incorporation of each of the constituent merging entities are as follows:

<u>Name of Entity</u>	<u>State of Incorporation</u>
LIVELEAF, INC.	Delaware
LIVELEAF, INC.	California

2. An Agreement and Plan of Merger (the "Agreement") has been approved, adopted, certified, executed and acknowledged by the constituent entities in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware (the "DGCL"), by LiveLeaf in the same manner as is provided in Section 251 of the DGCL, and by LiveLeaf, Inc., a California corporation, in accordance with the laws of its state of incorporation.

3. The name of the surviving corporation in the merger is LiveLeaf, Inc.

4. The certificate of incorporation of LiveLeaf, as now in force and effect, shall be the certificate of incorporation of the surviving corporation after the effective time of the merger, until amended or changed pursuant to the provisions of the DGCL.

5. The executed Agreement is on file at the principal place of business of LiveLeaf, which is located at 1200 Industrial Road, Suite 9B, San Carlos, CA 94070.

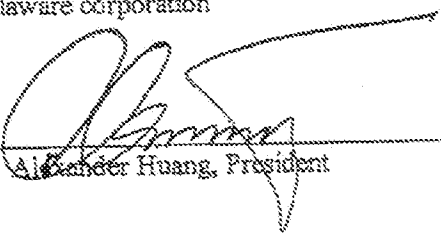
6. A copy of the Agreement will be furnished by LiveLeaf, as the surviving corporation, on request and without cost, to any stockholder of the constituent corporations.

7. The authorized capitalization of LiveLeaf, Inc., the non-surviving entity in the merger, is comprised of Twenty Million (20,000,000) shares of Class A Common Stock, Two Million (2,000,000) shares of Class B Voting Common Stock, and Two Million Eight Hundred Thousand (2,800,000) shares of Series A Preferred Stock.

[Signature Page Follows]

IN WITNESS WHEREOF, LiveLeaf, Inc. has caused this Certificate of
Merger to be executed by its duly authorized officer as of August ~~2012~~
September 19, 2012.

LIVELEAF, INC.,
a Delaware corporation

By: 

Alexander Huang, President