

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM300319

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Eye-R Systems, Inc.		11/12/2013	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Essess, Inc.		
Street Address:	25 Thompson Place, Suite 460		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02210		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85583781	ESSESS	
CORRESPONDENCE DATA			
Fax Number:	6504936811		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	650-493-9300		
Email:	trademarks@wsgr.com		
Correspondent Name:	Wilson Sonsini Goodrich & Rosati		
Address Line 1:	650 Page Mill Road		
Address Line 4:	Palo Alto, CALIFORNIA 94304-1050		
ATTORNEY DOCKET NUMBER:	42558-TM1001/900/JW		
NAME OF SUBMITTER:	Matthew J. Kuykendall		
SIGNATURE:	/Matthew J. Kuykendall/		
DATE SIGNED:	04/03/2014		
Total Attachments: 3			
source=Eye-R-Essess#page1.tif			
source=Eye-R-Essess#page2.tif			
source=Eye-R-Essess#page3.tif			

CH \$40.00 85583781

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 RESTATED CERTIFICATE OF "EYE-R SYSTEMS, INC.", CHANGING ITS NAME FROM "EYE-R SYSTEMS, INC." TO "ESSESS, INC.", FILED IN THIS OFFICE ON THE TWELFTH DAY OF NOVEMBER, A.D. 2013, AT 9:28 O'CLOCK A.M.

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

4972997 8100

131294405



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0891239

DATE: 11-13-13

TRADEMARK
REEL: 005251 FRAME: 0630

AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION OF
EYE-R SYSTEMS, INC.

Eye-R Systems, Inc., a corporation organized and existing under the laws of the State of Delaware (the "*Corporation*"), certifies that:

1. The name of the Corporation is Eye-R Systems, Inc. The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on April 25, 2011.
2. This Amended and Restated Certificate of Incorporation was duly adopted in accordance with Sections 242 and 245 of the General Corporation Law of the State of Delaware, and has been duly approved by the written consent of the stockholders of the Corporation in accordance with Section 228 of the General Corporation Law of the State of Delaware.
3. The text of the Certificate of Incorporation is amended and restated to read as set forth in EXHIBIT A attached hereto.

IN WITNESS WHEREOF, Eye-R Systems, Inc. has caused this Amended and Restated Certificate of Incorporation to be signed by R. Vincent Olmsted, Jr., a duly authorized officer of the Corporation, on November 11, 2013.

/s/ R. Vincent Olmsted, Jr.

R. Vincent Olmsted, Jr.,
President

EXHIBIT A

ARTICLE I

The name of the Corporation is Essess, Inc.

ARTICLE II

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE III

The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, 19801. The name of the registered agent at such address is The Corporation Trust Company.

ARTICLE IV

The Corporation is authorized to issue two classes of stock to be designated, respectively, "*Common Stock*" and "*Preferred Stock*". The total number of shares of stock that the Corporation shall have authority to issue is 62,028,096, consisting of 45,000,000 shares of Common Stock, \$0.0001 par value per share, and 17,028,096 shares of Preferred Stock, \$0.0001 par value per share. The first Series of Preferred Stock shall be designated "*Series A Preferred Stock*" and shall consist of 8,514,048 shares. The second series of Preferred Stock shall be designated "*Series A-1 Preferred Stock*" and shall consist of 8,514,048 shares.

ARTICLE V

The terms and provisions of the Common Stock and Preferred Stock are as follows:

1. **Definitions.** For purposes of this ARTICLE V, the following definitions shall apply:

(a) "*Conversion Price*" shall mean \$0.9835 per share for the Series A Preferred Stock and \$0.33424 per share for the Series A-1 Preferred Stock (subject to adjustment from time to time for Recapitalizations and as otherwise set forth elsewhere herein).

(b) "*Convertible Securities*" shall mean any evidences of indebtedness, shares or other securities convertible into or exchangeable for Common Stock.

(c) "*Corporation*" shall mean Essess, Inc.

(d) "*Distribution*" shall mean the transfer of cash or other property without consideration whether by way of dividend or otherwise, other than dividends on Common Stock payable in Common Stock, or the purchase or redemption of shares of the Corporation by the Corporation for cash or property other than: (i) repurchases of Common Stock issued to or held by employees, officers, directors or consultants of the Corporation or its subsidiaries upon termination of their employment or services pursuant to agreements providing for the right of said repurchase, (ii) repurchases of Common Stock issued to or held by employees, officers, directors or consultants of the Corporation or its subsidiaries pursuant to rights of first refusal contained in agreements providing for such right, (iii) repurchase of capital stock of the Corporation in connection with the settlement of disputes with any stockholder, and (iv) any other repurchase or redemption