

**CERTIFICATE OF AMENDMENT TO THE
RESTATED CERTIFICATE OF INCORPORATION OF
ADMOB, INC.**

AdMob, Inc., a corporation organized and existing under and by virtue of the laws of the State of Delaware (the "Corporation"), pursuant to the provisions of the General Corporation Law of the State of Delaware (the "General Corporation Law"),

DOES HEREBY CERTIFY that:

FIRST: The name of the Corporation is AdMob, Inc. and that the Corporation was originally incorporated pursuant to the General Corporation Law on April 10, 2006 under the name AdMob, Inc.

SECOND: The Board of Directors of the Corporation duly adopted resolutions proposing to amend the Restated Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and in the best interests of the Corporation and its stockholders, and authorizing the appropriate officers of the Corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment is as follows:

RESOLVED, the Section A of Article IV of the Restated Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"A. Authorization of Stock. This corporation is authorized to issue two classes of stock to be designated, respectively, common stock and preferred stock. The total number of shares that this corporation is authorized to issue is 66,500,000. The total number of shares of common stock authorized to be issued is 45,000,000, par value \$0.0001 per share (the "Common Stock"). The total number of shares of preferred stock authorized to be issued is 21,500,000, par value \$0.0001 per share (the "Preferred Stock"), 10,900,000 of which shares have been designated "Series A Preferred Stock," 7,100,000 of which shares have been designated "Series B Preferred Stock," and 3,500,000 of which shares have been designated "Series C Preferred Stock."

THIRD: Thereafter said amendment to the Restated Certificate of Incorporation of the Corporation 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.

[Remainder of page intentionally left blank]

IN WITNESS WHEREOF, this Certificate of Amendment to the Restated Certificate of Incorporation has been executed by a duly authorized officer of the Corporation on this 20th day of November, 2008.

/s/ Omar Hamoui

Omar Hamoui
President