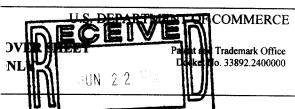
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	Pacit of Trademark Office Disks to 33892.2400000
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To the Commissioner of Patents and Trademarks: Please	
1. Name of conveying party(ies): Genesis Direct Six, LLC	2. Name and address or receiving party(ies): Name: Sportime, LLC
☐ Individual(s) ☐ Association	Street Address: 100 Plaza Drive
☐ General Partnership ☐ Limited Partnership ☐ Corporation-State ☑ Other	City: Secaucus, State: NJ ZIP: 07094
A Delaware limited liability company	☐ Individual(s) citizenship:
Additional name(s) of conveying party(ies) attached? □Yes ❷No	☐ Association: General Partnership:
3. Nature of conveyance:	☐ Limited Partnership:
☐ Assignment ☐ Merger	☐ Corporation-State: ☑ Other: Delaware limited liability company
☐ Security Agreement	
Execution Date: January 15, 1998	Additional name(s) & address(es) attached? ☐ Yes 図 No
4. Application number(s) or registration number(s):	
If this document is being filed together with a new application, the ex	ecution date of the application is:
A. Trademark Application No.(s)	B. Registration No.(s)
,	See Schedule 1, attached hereto
Additional numbers attached? ■ Yes □ No	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Name and address of party to whom correspondence concerning document should be mailed:	Total number of applications and trademark registrations involved: 22
Carla B. Oakley	7. Total fee (37 C.F.R. § 3.41): \$565.00
Morrison & Foerster LLP	7. Total lee (37 C.I.I.C. § 3.41). \$303.00
425 Market Street San Francisco, California 94105-2482	☑ Enclosed
	Authorized to be charged to deposit account, referencing Attorney Docket 33892.2400000
	8. Deposit account number: 03-1952
The Commissioner is hereby authorized to charge any fees under 37 C.F.R. § 1.21 which may be	
DO NOT USE	THIS SPACE
9. Statement and signature.	
To the best of my knowledge and belief, the foregoing information to document.	true and correct and any attached copy is a true copy of the original
Name: Carla B. Oakley	ulas. Cally 6-18-98
Name. Caria B. Oakiey	Signature Date
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Washington, D.C. 20231

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SCHEDULE 1

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M	1,737,386	12/01/92
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М	1,599,724	6/05/90
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M	1,442,285	6/09/87
`M	1,617,767	10/16/90
`M	1,551,112	8/08/89
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Page 1 of 3

Patent/Trademark/ Copyright Name	Type of Registration	Registration/ Filing Number	Registration/ Filing Date
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VB - Trainer	TM	1,551,111	8/8/89
SPORTIME (U.S.)	TM	1,665,914	11/26/91
SPORTIME	Service Mark	1,085,148	2/7/78
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SPORDAS (Stylized) (U.S.)	TM	1,955,231	2/6/96
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Patent/Trademark/ Copyright Name	Type of Registration	Registration/ Filing Number	Registration/ Filing Date
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3 S and Design	TM	1,084,367	1/31/78
YELLER and Design	TM	1,306,216	11/20/84
YELLER	TM	1,308,168	12/4/84
SUPER-SAFE (Stylized)	TM	1,442,284	6/9/87
UTILITY/SEQUENCING	TM	1,455,484	9/1/87
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RAG BALL and Design	- TM	1,181,277	12/8/81

P.02/02

CERTIFICATE OF AMENDMENT

TO THE

CERTIFICATE OF FORMATION

OF

GENESIS DIRECT SIX, LLC

Pursuant to Section 18-202 of the Delaware Limited Liability Company Act

GENESIS DIRECT SIX, LLC. a limited liability company organized and existing under and by virtue of the Limited Liability Company Act of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: The name of the company is Genesis Direct Six. LLC, (hereinafter the "Company").

SECOND: That pursuant to a unanimous written consent of the members of the Company, resolutions were duly adopted setting forth a proposed amendment to the certificate of formation of the Company, declaring the such amendment to be advisable. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that Paragraph FIRST of the Company's Certificate of Formation is hereby amended to read, in its entirety, as follows:

"FIRST: The name of the company is Sportime, LLC (hereinafter the "Company")".

THIRD: The actions taken by this certificate were unanimously approved by the members in a unanimous written consent of even date herewith.

IN WITNESS WHEREOF, I have signed this certificate on this 15th day of January, 1998.

N----

Name:

Tunter Cohen

Title:

Authorized Person, Chief Operating Officer, and Executive Vice President

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PAGE 1

State of Delaware

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I, EDWARD J. FREEL, 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 "GENESIS DIRECT SIX, LLC", CHANGING ITS NAME FROM "GENESIS DIRECT SIX, LLC" TO "SPORTIME, LLC", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JANUARY, A.D. 1998, AT 1:45 O'CLOCK P.M.

Edward J. Freel, Secretary of State

AUTHENTICATION: 2683311 8100

8680735

DATE: TRADEMARK3-98 REEL: 1747 FRAME: 0544----