

02-16-2000

U.S. Department of Commerce  
Patent and Trademark Office  
TRADEMARK

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OPR/FINANCE

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

## Submission Type

☐ New☒ Resubmission (Non-Recordation)  
Document ID # 101175445☐ Correction of PTO Error

Reel # Frame #

☐ Corrective Document

Reel # Frame #

## Conveyance Type

☐ Assignment☐ License☐ Security Agreement☐ Nunc Pro Tunc Assignment☒ MergerEffective Date  
Month Day Year☐ Change of Name☐ Other

## Conveying Party

☐ Mark if additional names of conveying parties attachedExecution Date  
Month Day Year

Name DMX, INC.

09-01-98

Formerly

☐ Individual ☐ General Partnership ☐ Limited Partnership ☒ Corporation ☐ Association☐ Other☒ Citizenship/State of Incorporation/Organization Delaware

## Receiving Party

☐ Mark if additional names of receiving parties attached

Name DMX, LLC

DBA/AKA/TA

Composed of

Address (line 1) 11400 West Olympic Blvd.

Address (line 2) Suite 1100

Address (line 3) Los Angeles

City

California

State/Country

90064-1507

Zip Code

☐ Individual ☐ General Partnership ☐ Limited Partnership☐ Corporation ☐ Association☒ Other Delaware Limited Liability Company☐ Citizenship/State of Incorporation/Organization

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
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TRADEMARK  
REEL: 002022 FRAME: 0104

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages**

Enter the total number of pages of the attached conveyance document including any attachments.

#

**Trademark Application Number(s) or Registration Number(s)**

☐ Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

**Trademark Application Number(s)**

**Registration Number(s)**

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2086618"/>	<input type="text" value="1719992"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1739570"/>	<input type="text" value="1901499"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1736237"/>	<input type="text" value="1819726"/>	<input type="text"/>

**Number of Properties**

Enter the total number of properties involved.

#

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed ☒

Deposit Account ☐

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes ☒

No ☐

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Ana C. Al-Sakhria

Name of Person Signing



Signature

2/1/2000

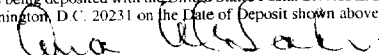
Date Signed

CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

"Express Mail" Mailing Label Number: EL415797595US

Date of Deposit February 1, 2000

I, Ana C. Al-Sakhria, hereby certify that the document to which this Certificate is affixed is being deposited with the United States Postal Service as Express Mail, postage prepaid, in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on the Date of Deposit shown above.



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REEL: 002022 FRAME: 0105

10-20-1999



101175445

UED  
10.12.99

RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- ☒ New
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Name  Execution Date  
Month Day Year

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☐ Citizenship/State of Incorporation/Organization

10/19/1999 DNGUYEN 00000242 2086618

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01 FC:481  
02 FC:482

40.00 OP  
125.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

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Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

REEL: 002022 FRAME: 0106

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address**

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. #

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☐ Mark if additional numbers attached

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<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1736237"/>	<input type="text" value="1819726"/>	<input type="text"/>

**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed ☒ Deposit Account ☐

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

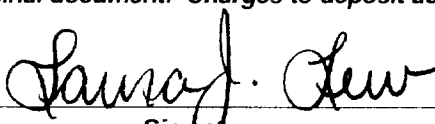
Authorization to charge additional fees: Yes ☒ No ☐

**Statement and Signature**

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

Laura J. Lew

Name of Person Signing



Signature

10-12-99

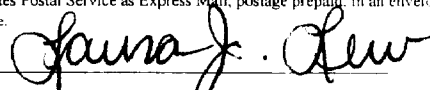
Date Signed

CERTIFICATE OF EXPRESS MAIL UNDER 37 CFR 1.10

"Express Mail" Mailing Label Number EL415798857US

Date of Deposit: October 12, 1999

I, Laura J. Lew, hereby certify that the document to which this Certificate is affixed is being deposited with the United States Postal Service as Express Mail, postage prepaid, in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231 on the Date of Deposit shown above.



**TRADEMARK**

REEL: 002022 FRAME: 0107

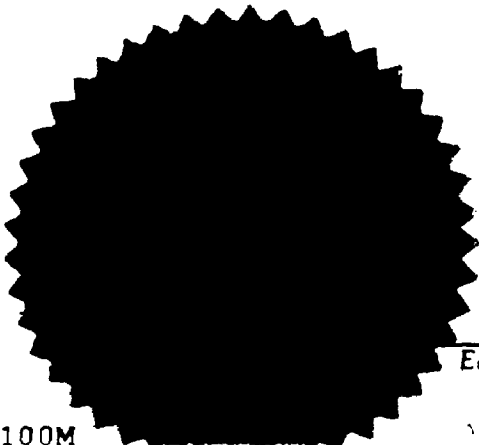
Office of the Secretary of State PAGE 1

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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 MERGER, WHICH MERGES:

"DMX INC.", A DELAWARE CORPORATION,

WITH AND INTO "DMX, LLC" UNDER THE NAME OF "DMX, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF AUGUST, A.D. 1998, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

**CERTIFICATE OF MERGER OF  
DMX INC.  
a Delaware corporation,  
with and into  
DMX, LLC,  
a Delaware limited liability company,  
which shall be the surviving entity of the merger.**

1. This Certificate of Merger is between DMX Inc., a Delaware corporation ("DMX Inc."), and DMX, LLC, a Delaware limited liability company ("Survivor").
2. This agreement of merger has been approved and adopted, certified, executed and acknowledged by each of the constituent corporation and the constituent limited liability company in accordance with Section 18-209 of the Delaware Limited Liability Company Act.
3. Effective September 1, 1998 at 12:01 a.m. Mountain Time ("the Effective Date"), DMX Inc. shall be merged with and into the Survivor and the separate existence of DMX Inc. shall cease, with the effect that the Survivor shall thereupon and thereafter possess and be vested with all the rights, privileges, immunities, franchises, causes of action and property and be responsible and liable for all the liabilities and obligations of DMX Inc. Upon the Effective Date each share of DMX Inc. shall be canceled. From and after the Effective Date, the Certificate of Formation and Operating Agreement of the surviving limited liability corporation shall be the Certificate of Formation and Operating Agreement of Survivor.
4. An executed agreement of merger is on file at an office of the surviving limited liability company at 8101 Prentice Avenue, Suite 500, Englewood, Colorado 80111.
5. A copy of the agreement of merger will be furnished by the surviving limited liability company on request and without cost to any stockholder or member of any constituent corporation or limited liability company.
6. This merger shall be effective on the Effective Date unless terminated prior to that date by the board of directors of any constituent corporation or limited liability company.

**DMX INC.,**  
a Delaware corporation

By: *Gary Sustarsic*  
Gary Sustarsic  
Vice President

**DMX, LLC,**  
a Delaware limited liability company

By: TCI Music, Inc., Member

By: \_\_\_\_\_  
Stephen M. Brett  
Vice President

**CERTIFICATE OF MERGER OF  
DMX INC.**

**a Delaware corporation,  
with and into  
DMX, LLC,**

**a Delaware limited liability company,  
which shall be the surviving entity of the merger.**

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4. An executed agreement of merger is on file at an office of the surviving limited liability company at 8101 Prentice Avenue, Suite 300, Englewood, Colorado 80111.
5. A copy of the agreement of merger will be furnished by the surviving limited liability company on request and without cost to any stockholder or member of any constituent corporation or limited liability company.
6. This merger shall be effective on the Effective Date unless terminated prior to that date by the board of directors of any constituent corporation or limited liability company.

**DMX INC.,  
a Delaware corporation**

By: \_\_\_\_\_  
Gary Sustarsic  
Vice President

**DMX, LLC,  
a Delaware limited liability company**

By: TCI Music, Inc., Member

By: \_\_\_\_\_  
Stephen M. Brett  
Vice President