

07-16-2001

HEET



To the Honorable Commissioner  
copy thereof.

101777755

ord the attached original documents or

1. Name of conveying party(ies):  
ITU Merger LLC 7-9-01

Individual(s)                       Association  
 General Partnership             Limited Partnership  
 Corporation - State  
 Other Delaware limited liability company

Additional name(s) of conveying party(ies) attached?     Yes     No

2. Name and address of receiving party(ies):

Name: ITU Ventures LLC

Internal Address: \_\_\_\_\_

Street Address: 9250 Wilshire Boulevard, Suite 100

City: Beverly Hills                      State: CA    ZIP: 90212

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other Delaware limited liability company

If assignee is not domiciled in the United States, a domestic representative designation is attached:     Yes     No

(Designations must be a separate document from Assignment)  
Additional name(s) & addresses attached?     Yes     No

3. Nature of conveyance

Assignment                                       Merger  
 Security Agreement                           Change of Name  
 Other \_\_\_\_\_

Execution Date: October 31, 2000

4. Application number(s) or registration number(s):  
Trademark Application No.(s) 75/926,500; 75/927,268

B. Trademark Registration No.(s)

Additional numbers attached?     Yes     No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Miriam Drickman Trudell, Esq.

Internal Address: SHERIDAN ROSS P.C.  
Suite 1200

Street Address: 1560 Broadway

City: Denver    State: CO    ZIP: 80202-5141

6. Total number of applications and registrations involved. . . . . 2

7. Total fee (37 CFR 3.41): . . . . . \$ 65.00  
 Enclosed  
 Authorized to be charged to deposit account.

8. Deposit account number:    19-1970  
(Attach duplicate copy of this page if paying by deposit account)

07/16/2001 RWNEJ1 0000014 75926500  
01 FC-481 40.00 00  
02 FC-482 25.00 00

DO NOT USE THIS SPACE

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.

Miriam Drickman Trudell                      [Signature]                      July 6, 2001  
Name of person signing                      Signature                      Date

Total number of pages including cover sheet, attachments and document: 3

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, DC 20231

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESSED TO COMMISSIONER FOR PATENTS AND TRADEMARKS, BOX ASSIGNMENTS, WASHINGTON, DC 20231 ON July 6, 2001.

SHERIDAN ROSS P.C.

BY: [Signature]

CERTIFICATE OF MERGER  
OF  
ITU VENTURES, INC.  
INTO  
ITU MERGER LLC

Pursuant to Section 18-209 of the Delaware Limited Liability Company Act, the undersigned surviving limited liability company submits the following Certificate of Merger for filing and certifies that:

- 1. The name and jurisdiction of formation or organization of each of the limited liability companies or other business entities which is to merge are:

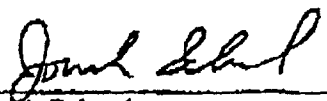
<u>Name</u>	<u>Jurisdiction</u>
ITU Ventures, Inc.	Delaware
ITU Merger LLC	Delaware

- 2. An agreement of merger has been approved and executed by each of the domestic limited liability companies and other business entities which is to merge.
- 3. The name of the surviving limited liability company is ITU Merger LLC, which name shall be changed to: ~~ITU Ventures LLC~~
- 4. The agreement of merger is on file at a place of business of the surviving limited liability company which is located at 9250 Wilshire Boulevard, Suite 100, Beverly Hills, California 90212.
- 5. A copy of the agreement of merger will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

IN WITNESS WHEREOF, this Certificate of Merger has been duly executed as of the 31<sup>st</sup> day of October, 2000, and is being filed in accordance with Section 18-209 of the Delaware Limited Liability Company Act by an authorized person of the surviving limited liability company in the merger.

ITU Merger LLC

By:

  
\_\_\_\_\_  
Jonah Schnell  
Authorized Person