

04-16-2003



Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office Filed No. 61713-1022

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Manhattan Transfer/Edit, Inc.

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

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

2. Name and address of receiving party(ies)

Name: 4MC-Burbank, Inc. Internal Address: c/o Ascent Media Group, Inc. 520 Broadway, 5th Floor Street Address: Santa Monica, CA Zip: 90401

- Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other

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) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: December 27, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s) 75/942,322

B. Trademark Registration No.(s)

Additional number(s) attached Yes No

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

Name: Rod S. Berman, Esq.

Internal Address:

Jeffer, Mangels, Butler & Marmaro LLP

Street Address: 1900 Ave. of the Stars

7th Floor

City: Los Angeles State: Calif. Zip: 90067

6. Total number of applications and registrations involved:

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

10-0440

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Victor K. Sapphire, Esq. Name of Person Signing

Signature

April 7, 2003 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 Patent & Trademarks, Box Assignments Washington, D.C. 20231

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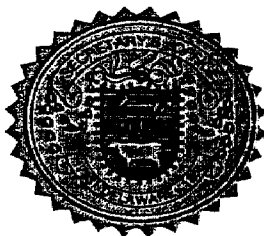
TRADEMARK REEL: 002712 FRAME: 0291

## The First State

I, HARRIET SMITH WINDSOR, 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:

"MANHATTAN TRANSFER/EDIT, INC.", A DELAWARE CORPORATION, WITH AND INTO "4MC-BURBANK, INC." UNDER THE NAME OF "4MC-BURBANK, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2343446 8100M

AUTHENTICATION: 2177599

020804740

DATE: 12-30-02  
TRADEMARK

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CERTIFICATE OF MERGER  
OF  
MANHATTAN TRANSFER/EDIT, INC.  
AND  
4MC-BURBANK, INC.

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:

- (i) Manhattan Transfer/Edit, Inc. is incorporated under the laws of the State of Delaware; and
- (ii) 4MC-Burbank, Inc., which is incorporated under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 251 of the Delaware General Corporation Law.

3. The name of the surviving corporation in the merger herein certified is 4MC-Burbank, Inc., which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the Delaware General Corporation Law.

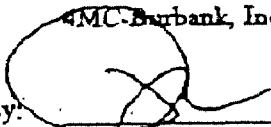
4. The Certificate of Incorporation of 4MC-Burbank, Inc., as now in force and effect, shall continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the Delaware General Corporation Law.

5. An executed copy of the Agreement of Merger between the aforesaid constituent corporations is on file at the principal place of business of the aforesaid surviving corporation, the address of which is as follows:

c/o Ascent Media Group, Inc.  
520 Broadway, 5<sup>th</sup> Floor  
Santa Monica, CA 90401

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any shareholder of each of the aforesaid constituent corporations.

Executed on this 27 day of December, 2002.

4MC-Burbank, Inc.  
By:   
Name: William E. Niles  
Title: Vice President

Manhattan Transfer/4MC-Burbank Merger (DE)