

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

TRADEMARK  
REEL: 002763 FRAME: 0281

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New York State  
Department of State  
Division of Corporations, State Records  
and Uniform Commercial Code  
Albany, NY 12251

F030428000076

C3C 45

## CERTIFICATE OF CONVERSION OF

MuchMusic U.S.A. Venture  
(Insert name of Partnership/Limited Partnership)

TO

FUSE Networks LLC  
(Insert name of Limited Liability Company)

Under Section 1006 of the Limited Liability Company Law

FIRST: The name of the limited liability company is: FUSE Networks LLC

SECOND: The (partnership/limited partnership) was, in accordance with the provisions of the Limited Liability Company Law, duly converted to a limited liability company. (Please note: The conversion of a limited partnership to a limited liability company does not become effective until a certificate of cancellation is filed for the limited partnership. See LLCL §1006(f)(2) and PL §121-203.)

THIRD: The name of the (partnership/limited partnership) was: MuchMusic U.S.A. Venture. In the case of a limited partnership, the date its initial certificate of limited partnership was filed by the Department of State is \_\_\_\_\_

FOURTH: The county within this state in which the office of the limited liability company is to be located is: Nassau

FIFTH: The Secretary of State is designated as the agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of process against the limited liability company served upon him or her is: Corporation Service Company

80 State Street

Albany, New York 12207

X   
(Signature)

David A. Deitch  
(Type or print name)

Authorized Person  
(Title or capacity of signer)

6030428000076

FILED

CERTIFICATE OF CONVERSION  
OF

2003 APR 28 AM 11:04 MuchMusic U.S.A. Venture  
(Insert name of Partnership/Limited Partnership)  
TO

FUSE Networks LLC  
(Insert name of Limited Liability Company)

Under Section 1006 of the Limited Liability Company Law

CSC 45

Filed by: Cablevision  
(Name)

1111 Stewart Avenue  
(Mailing address)

Perthpage, NY 11714  
(City, State and Zip code)

Cost Ref 0661440AN

NOTE: This form was prepared by the New York State Department of State for filing a certificate of conversion of a partnership or limited partnership to a newly formed limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$200 filing fee made payable to the Department of State.

(For office use only.)

STATE OF NEW YORK  
DEPARTMENT OF STATE

APR 28 2003

FILED  
TAX \$  
BY: Mac

CO. Hd 50 h 52 444

RECEIVED

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*State of New York } ss:  
Department of State }*

*I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.*

**April 28, 2003**

*Witness my hand and seal of the Department of State on*



A handwritten signature in black ink, appearing to read "R. A. D.", is written over the printed title.

*Secretary of State*

CERTIFICATE OF FACSIMILE TRANSMISSION

I hereby certify that this paper or, if this paper is a transmittal letter, every other paper or fax referred to therein, is being facsimile transferred to the Commissioner for Patents & Trademarks at the United States Patent and Trademark Office, Washington, DC 20231, on the date shown below.

PLEASE CHARGE ANY DEFICIENCY UP TO \$300.00 OR CREDIT ANY EXCESS IN THE FEES DUE WITH THIS DOCUMENT TO OUR DEPOSIT ACCOUNT NO. 04 - 0100

December 12, 2003 (Date of Transmission)  
12/12/03 Neethu Venugopal  
Date Name  
Signature Neethu Venugopal

**File No: 01106/800E892-USO**

**DARBY & DARBY P.C.**  
Post Office Box 5257  
New York, NY 10150-5257  
Tel. No. 212-527-7700  
Fax No. 212-753-6237

**Date: December 12, 2003**

TO: Trademark Assignment Branch

FROM: Amy L. Nelkin, Esq.

FAX NO. 703-306-5995

NO. OF PAGES: 5

Enclosed please find the attached Recordation Cover Sheet for recording the corporate conversion of MuchMusic USA Venture to Fuse Networks LLC against the mark **RANDOM INTELLIGENCE** (Reg. No. 2,647,047).

**Filing Fee:** Please charge the fee of \$40.00 to our Deposit Account No. 04-0100.

Respectfully submitted,

DARBY & DARBY P.C.

*Amy L. Nelkin*  
Attorney: Amy L. Nelkin

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**RECORDED: 12/12/2003**

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