

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Alloy Acquisition Subsidiary LLC		05/08/2003	LTD LIAB JT ST CO: DELAWARE

RECEIVING PARTY DATA	
Name:	On Campus Marketing, LLC
Street Address:	c/o Alloy, Inc. 151 West 26th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10001
Entity Type:	LTD LIAB JT ST CO: DELAWARE

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2096782	DIPLOMADISPLAY
Registration Number:	1794537	DIPLOMADISPLAY
Registration Number:	2297875	OCM
Registration Number:	2601130	UPARENTS

CORRESPONDENCE DATA	
Fax Number:	(801)383-7713
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	212-724-3290
Email:	gallit@schullerlegal.net
Correspondent Name:	Gallit Schuller, Esq.
Address Line 1:	140 Riverside Drive #4C
Address Line 4:	New York, NEW YORK 10024

NAME OF SUBMITTER:	Gallit Schuller
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OP \$115.00 2096782

State of Delaware  
 Secretary of State  
 Division of Corporations  
 Delivered 11:08 AM 05/08/2003  
 FILED 11:00 AM 05/08/2003  
 030298886 - 3649889 FILE

**CERTIFICATE OF AMENDMENT**  
**TO**  
**CERTIFICATE OF FORMATION**  
**OF**  
**ALLOY ACQUISITION SUBSIDIARY, LLC**

Pursuant to the provisions of and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), and specifically Section 18-202 thereof, the undersigned hereby certifies that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is Alloy Acquisition Subsidiary, LLC. The date of the filing of the original Certificate of Formation of the limited liability company was April 22, 2003.
2. That Article FIRST of the Certificate of Formation of the limited liability company is hereby amended by deleting Article FIRST in its entirety and substituting the following therefor:  

**"FIRST:** The name of the limited liability company (hereinafter called the "limited liability company") is On Campus Marketing, LLC."
3. The amendment to the Certificate of Formation herein certified has been duly adopted in accordance with the provisions of Section 18-202 of the Limited Liability Act.

Executed on May 8, 2003.

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 /s/ Gina Digioia  
 Gina Digioia, Authorized Person

NHN 20690v1