

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Gem Communications, LLC		12/30/2003	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

Name:	Atwood Publishing, LLC
Street Address:	11600 College Boulevard
City:	Overland Park
State/Country:	KANSAS
Postal Code:	66210
Entity Type:	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	2278684	INTERNATIONAL GAMING & WAGERING BUSINESS
Registration Number:	2194887	IGWB
Registration Number:	2647530	NEW YORK GAMING SUMMIT
Registration Number:	2495736	SOUTHERN GAMING SUMMIT
Registration Number:	2495735	NORTHERN GAMING SUMMIT
Registration Number:	2297154	CASINO OPS
Registration Number:	2163497	CASINO JOURNAL

**CORRESPONDENCE DATA**

Fax Number: (212)822-5423  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-530-5423  
 Email: jnici@milbank.com  
 Correspondent Name: Milbank, Tweed, Hadley & McCloy LLP  
 Address Line 1: One Chase Manhattan Plaza  
 Address Line 4: New York, NEW YORK 10005-1413

CH \$190.00 2278684

ATTORNEY DOCKET NUMBER:

56000-01200

NAME OF SUBMITTER:

Janis Nici

Total Attachments: 3

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# Delaware

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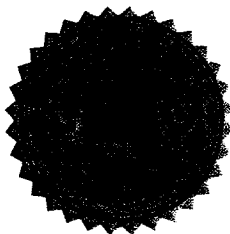
*The First State*

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:

"GEM COMMUNICATIONS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "ATWOOD PUBLISHING, LLC" UNDER THE NAME OF "ASCEND MEDIA, LLC", A LIMITED LIABILITY COMPANY 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. 2003, AT 5:10 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003.



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2864340

DATE: 01-12-04

TRADEMARK

REEL: 002879 FRAME: 0389

**CERTIFICATE OF MERGER**

merging

**GEM COMMUNICATIONS, LLC**  
(a Delaware limited liability company)

into

**ATWOOD PUBLISHING, LLC**  
(a Delaware limited liability company)

(Pursuant to Section 18-209 of the Delaware Limited Liability Company Act)

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Pursuant to the provisions of Section 18-209 of the Limited Liability Company Act of the State of Delaware, Atwood Publishing, LLC, a Delaware limited liability company ("Atwood Publishing"), as the surviving limited liability company in the merger of GEM Communications, LLC, a Delaware limited liability company ("GEM Communications"), into Atwood Publishing,

**DOES HEREBY CERTIFY:**

**FIRST:** The name and jurisdiction of formation of each of the domestic limited liability companies in the merger is as follows:

- (a) GEM Communications, LLC, a limited liability company organized under the laws of the State of Delaware; and
- (b) Atwood Publishing, LLC, a limited liability company organized under the laws of the State of Delaware.

**SECOND:** An Agreement and Plan of Merger between GEM Communications and Atwood Publishing has been approved and executed by each such party.

**THIRD:**

- (a) The name of the surviving Delaware limited liability company of the merger is "Atwood Publishing, LLC";
- (b) On the effective date of this Certificate of Merger, the name of the surviving limited liability company shall be changed to "Ascend Media, LLC"; and
- (c) Article FIRST of the Certificate of Formation of the surviving limited liability company shall be amended to read in its entirety as follows:

NY1:03155993-3

FIRST: The name of the limited liability company is: Ascend Media, LLC.

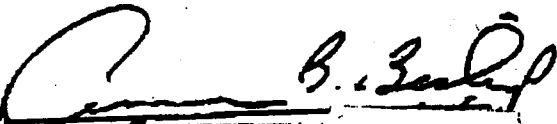
FOURTH: The Merger shall become effective on and as of December 31, 2003.

FIFTH: The Agreement and Plan of Merger is on file at the place of business of the surviving limited liability company in the Merger, Ascend Media, LLC, 11600 College Boulevard, Overland Park, Kansas 66210.

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by Ascend Media, LLC, on request and without cost, to any member of GEM Communications or Atwood Publishing.

IN WITNESS WHEREOF, the undersigned surviving limited liability company has caused this Certificate of Merger to be executed on its behalf by an authorized officer, this 30<sup>th</sup> day of December, 2003.

ATWOOD PUBLISHING, LLC

By 

Name:

Title:

CAMERON B. BISHOP

PRES. & CEO / AUTHORIZED PERSON