

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
MINDBOX ACQUISITION, LLC		07/27/2003	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA	
Name:	MINDBOX, LLC
Street Address:	280 N. Westlake Blvd., Ste. 200
City:	Westlake Village
State/Country:	CALIFORNIA
Postal Code:	91362
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2497984	MINDB X
Registration Number:	2504057	ART EXPLAIN
Registration Number:	2521963	MINDBOX
Registration Number:	2544497	ART CREDIT

CORRESPONDENCE DATA	
Fax Number:	(415)369-8788
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	415-369-7640
Email:	trademark@thelenreid.com
Correspondent Name:	Veronica Colby Devitt
Address Line 1:	P.O. Box 190187
Address Line 4:	San Francisco, CALIFORNIA 94119-0187

ATTORNEY DOCKET NUMBER:	035256-3
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NAME OF SUBMITTER:	Veronica Colby Devitt
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CH \$115.00 2497984

Total Attachments: 5

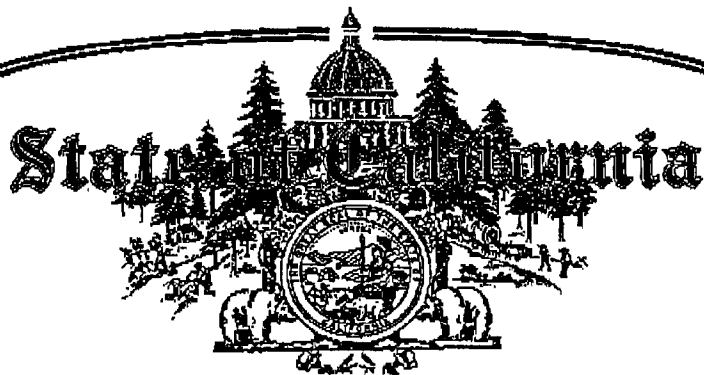
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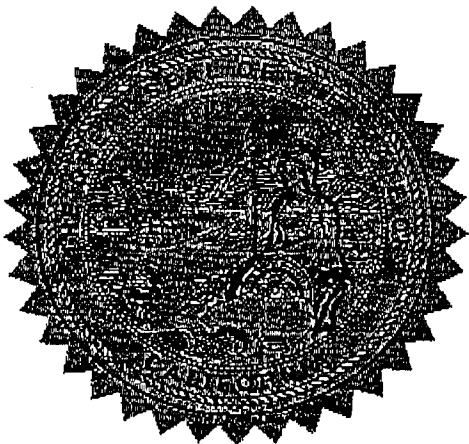
SECRETARY OF STATE

I, *Kevin Shelley*, Secretary of State of the State of California, hereby certify:

That the attached transcript of 4 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

NOV 15 2004



Kevin Shelley
Secretary of State



State of California
Kevin Shelley
Secretary of State

FILED
 In the office of the Secretary of State
 of the State of California

JUL 07 2003

Kevin Shelley
 KEVIN SHELLEY, SECRETARY OF STATE

**LIMITED LIABILITY COMPANY
 CERTIFICATE OF AMENDMENT**

A \$30.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

1. SECRETARY OF STATE FILE NUMBER 200304510070	2. NAME OF LIMITED LIABILITY COMPANY MindBox Acquisition, LLC
3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED IF NECESSARY. <p>A. LIMITED LIABILITY COMPANY NAME (END THE NAME WITH THE WORDS "LIMITED LIABILITY COMPANY," "LTD. LIABILITY CO.," OR THE ABBREVIATIONS "LLC" OR "L.L.C.") MindBox, LLC</p> <p>B. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONE): <input type="checkbox"/> ONE MANAGER <input type="checkbox"/> MORE THAN ONE MANAGER <input type="checkbox"/> ALL LIMITED LIABILITY COMPANY MEMBER(S)</p> <p>C. AMENDMENT TO TEXT OF THE ARTICLES OF ORGANIZATION:</p> <p>D. OTHER MATTERS TO BE INCLUDED IN THIS CERTIFICATE MAY BE SET FORTH ON SEPARATE ATTACHED PAGES AND ARE MADE A PART OF THIS CERTIFICATE. OTHER MATTERS MAY INCLUDE A CHANGE IN THE LATEST DATE ON WHICH THE LIMITED LIABILITY COMPANY IS TO DISSOLVE OR ANY CHANGE IN THE EVENTS THAT WILL CAUSE THE DISSOLUTION.</p>	
4. FUTURE EFFECTIVE DATE, IF ANY: MONTH DAY YEAR	
5. NUMBER OF PAGES ATTACHED, IF ANY:	
6. IT IS HEREBY DECLARED THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED. _____ DATE _____ SIGNATURE OF AUTHORIZED PERSON _____ TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON	
7. RETURN TO: NAME Laura Murphy FIRM Murphy Noel Capital, LLC ADDRESS 280 N. Westlake Blvd., Suite 200 CITY/STATE Westlake Village, CA 91362 ZIP CODE	

IN WITNESS WHEREOF, this Amendment has been executed as of the date first written above.



THOMAS J. MURPHY

CRAIG F. NOELL

WILLIAM D. DALLAS

IN WITNESS WHEREOF, this Amendment has been executed as of the date first written above.

THOMAS J. MURPHY

CRAIG F. NOELL

WILLIAM D. DALLAS

IN WITNESS WHEREOF, this Amendment has been executed as of the date first written above.

THOMAS J. MURPHY

CRAIG F. NOELL

William D. Dallas

WILLIAM D. DALLAS

207032, 01 - Los Angeles Sta.

