

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|-----------------------|----------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CONVERSION | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| Prism Enterprises LP | | 06/24/2004 | LIMITED PARTNERSHIP: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Prism Enterprises, Inc. | | |
| Street Address: | 6140 Stoneridge Mall Road, Suite 590 | | |
| City: | Pleasanton | | |
| State/Country: | CALIFORNIA | | |
| Postal Code: | 94588 | | |
| Entity Type: | CORPORATION: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2243343 | MUSHROOM | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (415)882-3232 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 415-882-3200 | | |
| Email: | tmlegal2@owe.com | | |
| Correspondent Name: | Owen, Wickersham & Erickson, P.C. | | |
| Address Line 1: | 455 Market Street, Suite 1910 | | |
| Address Line 4: | San Francisco, CALIFORNIA 94105 | | |
| NAME OF SUBMITTER: | Erin M. Clarke | | |
| Signature: | /Erin M. Clarke/ | | |
| Date: | 05/04/2005 | | |

CH \$40.00 2243343

Total Attachments: 1

900024091

**TRADEMARK
 REEL: 003077 FRAME: 0931**

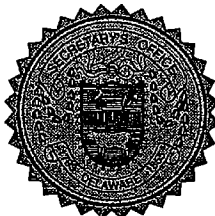
Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED PARTNERSHIP UNDER THE NAME OF "PRISM ENTERPRISES LP" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "PRISM ENTERPRISES LP" TO "PRISM ENTERPRISES, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JUNE, A.D. 2004, AT 8:41 O'CLOCK A.M.

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



2320649 8100V

040465486

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3192463

DATE: 06-24-04