

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
SavageBeast Technologies, Inc.		07/07/2005	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Pandora Media, Inc.
Street Address:	360 22nd Street
Internal Address:	Suite 390
City:	Oakland
State/Country:	CALIFORNIA
Postal Code:	94612
Entity Type:	CORPORATION: CALIFORNIA

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Serial Number:	78548999	THE BEAST
Registration Number:	2791704	MUSIC GENOME PROJECT
Serial Number:	78683013	PANDORA
Registration Number:	2780632	PANDORAS BOX
Registration Number:	2731047	MUSIC GENOME PROJECT
Registration Number:	2632411	SAVAGE BEAST

CORRESPONDENCE DATA

Fax Number: (312)463-5001
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-463-5000
 Email: bwptotm@bannerwitcoff.com
 Correspondent Name: Richard S. Stockton
 Address Line 1: Ten S. Wacker Dr.
 Address Line 2: Suite 3000

CH \$165.00 78548999

Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER: 004938.85436

NAME OF SUBMITTER: Richard S. Stockton

Signature: /Richard S. Stockton/

Date: 11/21/2005

Total Attachments: 2
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FILED *NG*
In the office of the Secretary of State
of the State of California

JUL 13 2005

**CERTIFICATE OF AMENDMENT OF
SECOND AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
SAVAGE BEAST TECHNOLOGIES INCORPORATED**

The undersigned, Joe Kennedy and Mitch Zuklie, hereby certify that:

1. They are the duly elected and acting President and Secretary of Savage Beast Technologies Incorporated, respectively, a California corporation (the "Corporation").
2. Article I of the Second Amended and Restated Articles of Incorporation of the Corporation is hereby amended and restated to read in its entirety as follows:

"The name of this corporation is Pandora Media, Inc. (the "Corporation")."
3. The foregoing amendment of the Second Amended and Restated Articles of Incorporation of the Corporation has been duly approved by the Board of Directors of the Corporation.
4. The foregoing amendment has been approved by the holders of the requisite number of shares of the Corporation in accordance with Sections 902 and 903 of the California General Corporation Law. The total number of outstanding shares entitled to vote with respect to the foregoing amendment was 3,165,261 shares of Common Stock, 375,000 shares of Series A Preferred Stock, and 24,135,429 shares of Series B Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required. The percentage vote required was at least a majority of the outstanding shares of Common Stock, Series A Preferred Stock and Series B Preferred Stock, voting together as a single class on an as-if-converted to Common Stock basis.

The undersigned certify under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of our own knowledge.

Executed at Oakland, California, on July 7, 2005.



Joe Kennedy, President



Mitch Zuklic, Secretary

**SIGNATURE PAGE TO SAVAGE BEAST TECHNOLOGIES INCORPORATED
CERTIFICATE OF AMENDMENT**