

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/29/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Black Entertainment Television Inc.		12/29/2005	CORPORATION: DISTRICT OF COLUMBIA

**RECEIVING PARTY DATA**

Name:	Black Entertainment Television LLC
Street Address:	1235 W Street NE
Internal Address:	One BET Plaza
City:	Washington
State/Country:	DISTRICT OF COLUMBIA
Postal Code:	20018
Entity Type:	LIMITED LIABILITY COMPANY: DISTRICT OF COLUMBIA

**PROPERTY NUMBERS Total: 131**

Property Type	Number	Word Mark
Serial Number:	73708949	BET
Serial Number:	74049903	BET
Serial Number:	74079141	VIDEO SOUL
Serial Number:	74080793	RAP CITY
Serial Number:	74081224	TEEN SUMMIT
Serial Number:	74480219	ARABESQUE
Serial Number:	74498796	COMICVIEW
Serial Number:	74535512	
Serial Number:	74716389	JAZZ CENTRAL
Serial Number:	75307539	BETNETWORKS
Serial Number:	75307540	BETNETWORKS

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Serial Number:	75332616	JAZZ GRIOTS
Serial Number:	75341102	WHERE MUSIC LIVES
Serial Number:	75344158	JAM ZONE
Serial Number:	75553540	BET BOOKS
Serial Number:	75587062	NUANCES
Serial Number:	75611163	BET @ NIGHT
Serial Number:	75616276	BIRTHDAY BLITZ
Serial Number:	75616286	BIRTHDAY MARATHON
Serial Number:	75648335	LIFT EVERY VOICE
Serial Number:	75652616	VIBRATIONS
Serial Number:	75652617	REAL BUSINESS
Serial Number:	75655048	NOTE FOR NOTE
Serial Number:	75723641	MIDNIGHT LOVE
Serial Number:	75749556	CLASSIC NOTES
Serial Number:	75782078	BET.COM
Serial Number:	75797728	JAZZ ED
Serial Number:	75797772	FUTURE WAVE
Serial Number:	75803731	BET VIDEOLINK
Serial Number:	75803732	HITS FROM THE STREET
Serial Number:	75803733	JAZZ SCENE
Serial Number:	75803792	RAP CITY: THA BASSMENT
Serial Number:	75819015	BET MUSIC PUBLISHING
Serial Number:	75869065	BET.COM
Serial Number:	76011980	SOUND & STYLE
Serial Number:	76011981	LATIN BEAT
Serial Number:	76011982	JAZZ & BLUES
Serial Number:	76011992	JAZZ VISIONS
Serial Number:	76011993	JAZZ DISCOVERY
Serial Number:	76011997	NOT JUST JAZZ
Serial Number:	76011998	JAZZ IN THE SUN
Serial Number:	76051810	
Serial Number:	76051811	
Serial Number:	76088723	BLACK STAR POWER
Serial Number:	76107618	CITA'S WORLD
Serial Number:	76107619	BET LIVE

Serial Number:	76107620	OH DRAMA!
Serial Number:	76107622	106 & PARK: BET TOP 10 LIVE
Serial Number:	76107623	AM @ BET
Serial Number:	76117958	BET
Serial Number:	76173760	RAP-IT-UP
Serial Number:	76177776	BET EVENT PRODUCTIONS
Serial Number:	76179741	BET EVENT PRODUCTIONS
Serial Number:	76222124	BET: TESTIMONY
Serial Number:	76282553	BLACK IN THE DAY
Serial Number:	76288988	BET DIGITAL NETWORKS
Serial Number:	76288989	BET DIGITAL NETWORKS
Serial Number:	76288990	BET GOSPEL
Serial Number:	76288991	BET GOSPEL
Serial Number:	76288992	BET HIP HOP
Serial Number:	76288993	BET HIP HOP
Serial Number:	76289795	MAAD SPORTS
Serial Number:	76289796	BET UPTOWN
Serial Number:	76289798	BET UPTOWN
Serial Number:	76304326	NYLA
Serial Number:	76304327	ON THE BEAT
Serial Number:	76304328	HOW I'M LIVING
Serial Number:	76304329	THE WAY WE DO IT
Serial Number:	76318569	BET NIGHTLY NEWS
Serial Number:	76405000	BOBBY JONES GOSPEL
Serial Number:	76412880	GRILLED
Serial Number:	76434269	RHYTHM & RHYMES
Serial Number:	76442359	TURNSTYLE
Serial Number:	78154462	SPRING BLING
Serial Number:	78162299	WESTSIDE
Serial Number:	78162309	TERRANEAN
Serial Number:	78171567	LYRIC CAFE
Serial Number:	78245570	COLLEGE HILL
Serial Number:	78245588	GROWN FOLKS MUSIC
Serial Number:	78264598	COMING TO THE STAGE
Serial Number:	78314727	THE STUDENT CENTER

Serial Number:	78314729	BET: START
Serial Number:	78314730	ACCESS GRANTED
Serial Number:	78316216	BET ON AND OFF
Serial Number:	78316606	SPIRITUALLY SPEAKING
Serial Number:	78320023	DOWN & DIRTY
Serial Number:	78359480	BET JAZZ
Serial Number:	78359495	BET JAZZ
Serial Number:	78379522	BET SPEAK NOW
Serial Number:	78389118	BET ARABESQUE FILMS
Serial Number:	78389125	BET SPEAK NOW
Serial Number:	78400965	CLUB COMICVIEW
Serial Number:	78402421	BET ARABESQUE FILMS
Serial Number:	78419685	THE L BOW ROOM
Serial Number:	78444119	LIVE FROM PARADISE
Serial Number:	78457896	BET STYLE
Serial Number:	78480522	BLACK ENTERTAINMENT TELEVISION
Serial Number:	78493461	CELEBRATION OF GOSPEL
Serial Number:	78508228	JOURNEYS IN BLACK
Serial Number:	78517865	GROUND FLOOR
Serial Number:	78522557	BET TRANSMISSION
Serial Number:	78528236	SPRING BLING
Serial Number:	78528249	BET: BLUEPRINT
Serial Number:	78531531	STATE YOUR NAME
Serial Number:	78532415	STUDIO II STAGE
Serial Number:	78533612	TOO MANY QUESTIONS
Serial Number:	78535252	BET AFTER DARK
Serial Number:	78554722	BET REMIXED
Serial Number:	78554723	BET: IT'S MY THING.
Serial Number:	78572881	SEPIA
Serial Number:	78572883	S
Serial Number:	78591743	N
Serial Number:	78592697	JAZZ THE 24 HOUR JAZZ CHANNEL
Serial Number:	78592703	JAZZ THE 24 HOUR JAZZ CHANNEL
Serial Number:	78592709	JAZZ THE 24 HOUR JAZZ CHANNEL
Serial Number:	78594674	COUSIN JEFF CHRONICLES

Serial Number:	78613152	A HEALTHY BET
Serial Number:	78630509	BET SOUL SERIES
Serial Number:	78630511	BET SOUL SERIES
Serial Number:	78640036	RIP THE RUNWAY
Serial Number:	78652263	BET FOUNDATION
Serial Number:	78652273	BET FOUNDATION
Serial Number:	78652279	BET
Serial Number:	78652283	BET
Serial Number:	78685311	BET OFFICIAL
Serial Number:	78700333	BET JAZZ THE 24 HOUR JAZZ CHANNEL
Serial Number:	78708374	BET OFFICIAL
Serial Number:	78708375	BET OFFICIAL
Serial Number:	78711520	BOBBY JONES GOSPEL
Serial Number:	78756891	SEASON OF THE TIGER
Serial Number:	78769222	CLUB COMICVIEW

**CORRESPONDENCE DATA**

Fax Number: (212)258-6193  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Email: cindy.carey@viacom.com  
 Correspondent Name: Cindy Carey  
 Address Line 1: 1515 Broadway  
 Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	BET LLC MERGER FILING
NAME OF SUBMITTER:	Donna Cooper
Signature:	/Donna Cooper/
Date:	01/06/2006

Total Attachments: 2  
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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:

"BET HOLDINGS INC.", A DELAWARE CORPORATION,  
WITH AND INTO "BET HOLDINGS LLC" UNDER THE NAME OF "BET HOLDINGS LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2005, AT 9:21 O'CLOCK A.M.

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

4083673 8100M

051069801



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 4410347

DATE: 12-29-05

TRADEMARK  
REEL: 003222 FRAME: 0097

State of Delaware

Certificate of Merger  
of  
BET Holdings Inc  
(a Delaware corporation)  
and  
BET Holdings LLC  
(a Delaware limited liability company)

Pursuant to Title 8, Section 264 (c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name of the surviving limited liability company is BET Holdings LLC, a Delaware limited liability company.
2. The name of the corporation being merged into the surviving limited liability company is BET Holdings Inc., a Delaware corporation.
3. The Agreement of Merger has been approved and executed by both the merging corporation and the surviving limited liability company.
4. The name of the surviving limited liability company is BET Holdings LLC.
5. The merger is to become effective on December 29, 2005.
6. The executed Agreement of Merger is on file at 1515 Broadway, New York, NY 10036, the place of business of the surviving limited liability company.
7. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, this 29<sup>th</sup> day of December, 2005.

By:   
Authorized Person

Name: Michael D. Fricklas  
Title: Executive Vice President

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