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
America Online, Inc.		04/03/2006	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	AOL LLC
Street Address:	22000 AOL Way
City:	Dulles
State/Country:	VIRGINIA
Postal Code:	20166
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 320

Property Type	Number	Word Mark
Registration Number:	2061865	#FILM
Registration Number:	1969190	* FILM
Registration Number:	2020164	___ -MOVIE
Registration Number:	2034041	222-FILM
Registration Number:	1774751	222-FILM
Registration Number:	1673729	333-FILM
Registration Number:	1751603	444-FILM
Registration Number:	1643052	777-FILM
Registration Number:	1722601	777-FILM
Registration Number:	2373088	777FILM.COM
Registration Number:	1674605	888-FILM
Registration Number:	2828858	@
Registration Number:	2828857	@
Registration Number:	2828861	@

CH $8015.00 2061865

Registration Number:	2828863	@
Registration Number:	2423368	AIM
Registration Number:	2423367	AIM
Registration Number:	2665694	AIM EXPRESS
Registration Number:	2938589	AIM EXPRESSIONS
Registration Number:	2976988	AIM EXPRESSIONS
Registration Number:	3046146	AMERICA ONLINE
Registration Number:	1618148	AMERICA ONLINE
Registration Number:	2193568	AMERICA ONLINE
Registration Number:	2190782	AMERICA ONLINE
Registration Number:	2190783	AMERICA ONLINE
Registration Number:	2199658	AMERICA ONLINE
Registration Number:	2248427	AMERICA ONLINE
Registration Number:	2250685	AMERICA ONLINE
Registration Number:	1977731	AOL
Registration Number:	1984337	AOL
Registration Number:	2192185	AOL
Registration Number:	2180283	AOL
Registration Number:	2464280	AOL ANYWHERE
Registration Number:	2474065	AOL ANYWHERE
Registration Number:	2632122	AOL ANYWHERE
Registration Number:	2711581	AOL GAMES
Registration Number:	2296449	AOL GAMES
Registration Number:	2146358	AOL INSIDER
Registration Number:	2837741	AOL INTERNATIONAL
Registration Number:	1988542	AOL LIVE!
Registration Number:	2342479	AOL PRESS
Registration Number:	2403189	AOL REWARDS
Registration Number:	2325292	AOL.COM
Registration Number:	2325291	AOL.COM
Registration Number:	3000718	AOL@SCHOOL
Registration Number:	3067371	AOL@SCHOOL
Registration Number:	2889163	AOL@SCHOOL
Registration Number:	2889164	AOL@SCHOOL
Registration Number:	2829467	AOLBUDDY

Registration Number:	2829468	AOLBUDDY
Registration Number:	2788614	AOLBUDDY
Registration Number:	1944167	AOLNET
Registration Number:	1990847	AOLNET
Registration Number:	2462136	AOLTV
Registration Number:	2437498	AOLTV
Registration Number:	2480425	AOLTV
Registration Number:	2423781	AOLTV
Registration Number:	2472041	AOLTV
Registration Number:	2517810	AOLTV
Registration Number:	3057636	BETTER ANSWERS, FASTER!
Registration Number:	2193785	BLACK VOICES
Registration Number:	2197606	BLACK VOICES
Registration Number:	2713029	BLOCK BREAKER
Registration Number:	2710722	
Registration Number:	2793670	
Registration Number:	2516026	BUDDY LIST
Registration Number:	2264332	BUDDY LIST
Registration Number:	2167048	BUDDY LIST
Registration Number:	2873618	BUDDY TIME
Registration Number:	2366477	CARTOTOOLS
Registration Number:	2900122	CITIZEN2CITIZEN
Registration Number:	2900121	CITIZEN2CITIZEN
Registration Number:	3001381	CITY'S BEST
Registration Number:	2367998	CLASSIFIEDPLUS
Registration Number:	2707851	CLEARVIEW
Registration Number:	1654785	COMPUSERVE
Registration Number:	2635216	COMPUSWAMI
Registration Number:	2291410	CPRO
Registration Number:	2977485	CS.COM
Registration Number:	2960278	CUSTOMER CONNECT
Registration Number:	2362457	CUSTOMER CONNECT
Registration Number:	2390093	CUSTOMER CONNECT
Registration Number:	2307655	DIGITAL CITY
Registration Number:	2307656	DIGITAL CITY

Registration Number:	2785186	DIGITAL CITY AUTOGUIDE
Registration Number:	2520442	ENTERTAINMENT ASYLUM
Registration Number:	2455659	ENTERTAINMENT ASYLUM
Registration Number:	2702773	ENTERTAINMENT ASYLUM
Registration Number:	3058355	ENTRYPOINT
Registration Number:	2593331	EVOICE
Registration Number:	2015034	FILING CABINET
Registration Number:	1985454	FLASHSESSION
Registration Number:	2731593	
Registration Number:	1829708	FORUM
Registration Number:	2144656	FULLDISCLOSURE
Registration Number:	2497512	GEOLOCATE
Registration Number:	1766567	GEOLOCATE
Registration Number:	2364696	GEORELIEF
Registration Number:	2400123	
Registration Number:	2404148	
Registration Number:	2481638	
Registration Number:	2447653	
Registration Number:	2469113	
Registration Number:	2661160	
Registration Number:	2776007	
Registration Number:	2864301	GRANDSTAND
Registration Number:	2499291	GRAPHIC SUITE
Registration Number:	2605320	HELPING.ORG
Registration Number:	2608509	HELPING.ORG
Registration Number:	2521705	HELPING.ORG
Registration Number:	2756553	HELPING.ORG
Registration Number:	2219768	HOME PAGE WIZARD
Registration Number:	2411657	ICQ
Registration Number:	2403731	IFN
Registration Number:	2379610	IFN2000
Registration Number:	3060662	IM CATCHER
Registration Number:	2315515	INFLUENCE
Registration Number:	2365637	INFLUENCE
Registration Number:	2950494	INSTANT GREETINGS

Registration Number:	2550204	KID2KID
Registration Number:	2977367	KOL
Registration Number:	2967757	KOL
Registration Number:	2967756	KOL
Registration Number:	2979087	KOL
Registration Number:	2968511	KOL
Registration Number:	2968510	KOL
Registration Number:	2979151	KOL JR
Registration Number:	2979152	KOL JR
Registration Number:	2981944	KOL JR
Registration Number:	2585564	LOVE @
Registration Number:	2836716	LOVE.COM
Registration Number:	2836717	LOVE.COM
Registration Number:	2951909	LOVE@
Registration Number:	2317490	LOVE@ AOL
Registration Number:	3066302	MAKE IT YOUR TOWN
Registration Number:	2129378	MAPQUEST
Registration Number:	2523222	MAPQUEST
Registration Number:	2145962	MAPQUEST
Registration Number:	2500767	MAPQUEST
Registration Number:	2523219	MAPQUEST
Registration Number:	2496784	MAPQUEST.COM
Registration Number:	2523220	MAPQUEST.COM
Registration Number:	2523221	MAPQUEST.COM
Registration Number:	2955407	MATCH CHAT
Registration Number:	2656437	MEMORY MATCH
Registration Number:	2436125	MIRABILIS
Registration Number:	2775100	
Registration Number:	2836025	
Registration Number:	2831443	
Registration Number:	2878432	
Registration Number:	2852637	
Registration Number:	2763974	
Registration Number:	2827202	
Registration Number:	2833789	

Registration Number:	2614876	MOVIEFONE
Registration Number:	2609509	MOVIEFONE
Registration Number:	2337719	MOVIEFONE.COM
Registration Number:	2822672	MOVIEFONE
Registration Number:	2250838	MOVIEMAIL
Registration Number:	2476914	NETFIND
Registration Number:	2339868	NETGIRL
Registration Number:	3031949	
Registration Number:	3031948	
Registration Number:	2443680	NULLSOFT
Registration Number:	2667488	OPINION PLACE
Registration Number:	2517834	OPINION PLACE OMNIBUS
Registration Number:	1503384	P.C. LINK
Registration Number:	1473650	PEOPLE CONNECTION
Registration Number:	2779207	
Registration Number:	2827288	
Registration Number:	2967308	PEOPLESHUB
Registration Number:	2386795	PEOPLESPACE
Registration Number:	3060650	PINPOINT SHOPPING
Registration Number:	2485492	PORTFOLIO DIRECT
Registration Number:	2482643	PORTFOLIO DIRECT
Registration Number:	2675751	POWERPAC
Registration Number:	1487913	Q-LINK
Registration Number:	1471050	RABBIT JACK'S CASINO
Registration Number:	3020408	RATE-A-BUDDY
Registration Number:	2777499	
Registration Number:	2280911	
Registration Number:	2280912	
Registration Number:	2927211	SAFETY CLICKS!
Registration Number:	2827284	SAFETY CLICKS!
Registration Number:	2927207	SAFETY CLICKS!
Registration Number:	2194696	SANTA'S HOME PAGE
Registration Number:	2799689	
Registration Number:	2395779	SHOUTCAST
Registration Number:	3068166	SINGINGFISH

Registration Number:	2635215	SLIP SHOT
Registration Number:	2824467	SLOPPY TYPE
Registration Number:	2655233	SPINNER
Registration Number:	1507589	SPORTSLINK
Registration Number:	1507588	STOCKLINK
Registration Number:	2864421	SURVEY SPREE
Registration Number:	2881112	TERRA NOVA
Registration Number:	2172003	THE BISTRO
Registration Number:	1451222	THE ELECTRONIC MALL
Registration Number:	1983762	THE GRANDSTAND
Registration Number:	3042640	THE STARTUP
Registration Number:	2487801	THE WEEKLY BYTE
Registration Number:	2096685	THEATER EXPRESS
Registration Number:	2946294	THEATER EXPRESS CODE
Registration Number:	3036224	TOY TIME
Registration Number:	2947133	
Registration Number:	1961535	
Registration Number:	2240037	
Registration Number:	2190781	
Registration Number:	3002635	VINTAGE ROCKS
Registration Number:	2764476	VIRTUAL KEY
Registration Number:	2750629	VIRTUAL KEY
Registration Number:	2463060	VIRTUAL LOCK
Registration Number:	2778084	VIRTUAL LOCKS & KEYS
Registration Number:	2635217	WANDERING WIDGETS
Registration Number:	2958410	WEEKEND MVP
Registration Number:	2635214	WHACK-EM-ALL
Registration Number:	2734590	WINAMP
Registration Number:	2809981	WINAMP
Registration Number:	2557585	WINAMP
Registration Number:	2980980	
Registration Number:	2980979	
Registration Number:	2980981	
Registration Number:	1789216	WINCIM
Registration Number:	2652084	WOW

Registration Number:	2278597	WOW!
Registration Number:	2826768	YOU HAVE MAIL
Registration Number:	2791565	YOU HAVE MAIL
Registration Number:	2712331	YOU HAVE MAIL
Registration Number:	2764496	YOU'VE GOT AOL
Registration Number:	2847603	YOU'VE GOT AOL
Registration Number:	2845083	YOU'VE GOT AOL
Registration Number:	2845079	YOU'VE GOT MAIL
Registration Number:	2921866	YOU'VE GOT MAIL
Registration Number:	2628523	YOU'VE GOT MAIL
Registration Number:	2821863	
Registration Number:	2693600	YOU'VE GOT PICTURES
Registration Number:	2629598	YOU'VE GOT PICTURES
Registration Number:	2693599	YOU'VE GOT PICTURES
Registration Number:	3067388	YOU'VE GOT POST!, EARTH'S BEST FREEMAIL, WWW.YOUVEGOTPOST.COM
Serial Number:	76448503	ADN
Serial Number:	78707017	AIM
Serial Number:	78707013	AIM
Serial Number:	78707023	AIM
Serial Number:	78707011	AIM
Serial Number:	78707033	AIM
Serial Number:	78707009	AIM
Serial Number:	78707028	AIM
Serial Number:	78707026	AIM
Serial Number:	78707001	AIM
Serial Number:	78787757	AIRSKINS
Serial Number:	78309560	AOL 2 SHARE
Serial Number:	75460305	AOL INSTANT MESSENGER
Serial Number:	75460306	AOL INSTANT MESSENGER
Serial Number:	76483865	AOL MOVIEGOER AWARDS
Serial Number:	78626846	BABBLE BUNCH
Serial Number:	76629671	BERZERKARI
Serial Number:	78332091	
Serial Number:	78332096	

Serial Number:	78332093	
Serial Number:	76629670	CHUBBY BUTTER
Serial Number:	78283908	GET IT DONE
Serial Number:	76316850	
Serial Number:	76316851	
Serial Number:	75841937	INFOGRABBER
Serial Number:	75497543	INSTANT MESSENGER
Serial Number:	75496386	INSTANT MESSENGER
Serial Number:	78599568	KEEPERS
Serial Number:	76629668	KUNG FU ACADEMY
Serial Number:	78627549	LIVEWEB
Serial Number:	76483744	LOL
Serial Number:	76511691	LOL@AOL
Serial Number:	76523094	LOVE.COM
Serial Number:	76317430	MEGAPRO
Serial Number:	78379119	MY MC
Serial Number:	78733633	OPENRIDE
Serial Number:	78733637	OPENRIDE
Serial Number:	78733641	OPENRIDE
Serial Number:	78748343	PILAR'S ADVENTURES
Serial Number:	76629666	PRINCESS NATASHA
Serial Number:	78828253	
Serial Number:	78828262	
Serial Number:	78828265	
Serial Number:	78828190	
Serial Number:	78829028	
Serial Number:	78828936	
Serial Number:	78364948	PRIVACY WALL
Serial Number:	78707049	QUEST
Serial Number:	78707053	QUEST
Serial Number:	78707051	QUEST
Serial Number:	78707065	QUEST
Serial Number:	78707059	QUEST
Serial Number:	78707055	QUEST
Serial Number:	78345031	RED

Serial Number:	78345037	RED
Serial Number:	78824884	
Serial Number:	78826007	
Serial Number:	78373759	RESCUE BY DAWN
Serial Number:	78629553	
Serial Number:	78629560	
Serial Number:	78629948	
Serial Number:	78630003	
Serial Number:	78841611	SLAMMO AND SLOSHIE
Serial Number:	78566783	SMARTBOX
Serial Number:	78553139	SPYZAPPER
Serial Number:	78303556	ST
Serial Number:	76525521	THE GAME DOME
Serial Number:	78191759	THE GAME DOME
Serial Number:	76472596	THE GET IT DONE PAGES
Serial Number:	78546835	TOPSPEED
Serial Number:	78585816	TOTAL TALK
Serial Number:	78533080	TOTALTALK
Serial Number:	78585825	TOTALTALK
Serial Number:	78285121	
Serial Number:	78300782	UNLOCKED
Serial Number:	78625095	WARSHEEP
Serial Number:	76498333	WELCOME TO THE WORLD WIDE WOW
Serial Number:	76498330	WORLD WIDE WOW
Serial Number:	78646267	YOU'VE GOT FLOWERS
Serial Number:	75478310	YOU'VE GOT VOICE MAIL
Registration Number:	2889385	CS.COM

CORRESPONDENCE DATA

Fax Number: (202)857-6395

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 202-857-8977

Email: bush.douglas@arentfox.com

Correspondent Name: Douglas R. Bush

Address Line 1: 1050 Connecticut Avenue NW

Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

ATTORNEY DOCKET NUMBER:	019428.00801
NAME OF SUBMITTER:	Douglas R. Bush
Signature:	/D.R. Bush/
Date:	04/06/2006

Total Attachments: 2
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Delaware

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 CORPORATION UNDER THE NAME OF "AMERICA ONLINE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "AMERICA ONLINE, INC." TO "AOL LLC", FILED IN THIS OFFICE ON THE THIRD DAY OF APRIL, A.D. 2006, AT 12:06 O'CLOCK P.M.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2062709 8100V

060310818

AUTHENTICATION: 4638909

DATE: 04-03-06

CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
AMERICA ONLINE, INC.
TO
AOL LLC

This Certificate of Conversion to Limited Liability Company, dated as of April 3, 2006, has been duly executed and is being filed by an authorized person, to convert America Online, Inc., a Delaware corporation (the "Company"), to AOL LLC, a Delaware limited liability company (the "LLC"), under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. § 101, et seq.) (the "GCL").

1. The Company's name when it was originally incorporated was Quantum Computer Services, Inc. and immediately prior to the filing of this Certificate of Conversion to Limited Liability Company was America Online, Inc.

2. The Company filed its original certificate of incorporation with the Secretary of State of the State of Delaware and was first incorporated on May 24, 1985, in the State of Delaware, and was incorporated in the State of Delaware immediately prior to the filing of this Certificate of Conversion to Limited Liability Company.

3. The name of the LLC into which the Company shall be converted as set forth in its certificate of formation is AOL LLC, a Delaware limited liability company.

4. The conversion of the Company to the LLC has been approved and adopted in accordance with the provisions of Sections 228 and 266 of the GCL.

5. The conversion of the Company to the LLC shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the undersigned have executed this Certificate of Conversion to Limited Liability Company as of the date first-above written.

Janice Cannon
Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:06 PM 04/03/2006
FILED 12:06 PM 04/03/2006
SRV 060310818 - 2062709 FILE