

**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: 1			
Property Type	Number	Word Mark	
Serial Number:	76629667	SKWOD	
CORRESPONDENCE DATA			
Fax Number:	(202)857-6395		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
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:	04/07/2006		

CH \$40.00 76629667

Total Attachments: 2

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# Delaware

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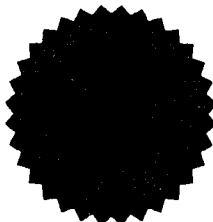
*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY 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.

2062709 8100V

060310818



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4638909

DATE: 04-03-06

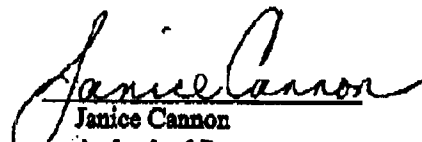
TRADEMARK  
REEL: 003284 FRAME: 0664

**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