

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Madison Square Garden Cheering for Children Foundation		08/03/2006	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

<b>Name:</b>	Garden of Dreams Foundation
<b>Street Address:</b>	Two Penn Plaza
<b>Internal Address:</b>	11th Floor
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10017
<b>Entity Type:</b>	CORPORATION: NEW YORK

**PROPERTY NUMBERS Total: 4**

Property Type	Number	Word Mark
Serial Number:	78874345	GARDEN OF DREAMS
Registration Number:	2612319	MADISON SQUARE GARDEN CHEERING FOR CHILDREN FOUNDATION
Registration Number:	2607288	MADISON SQUARE GARDEN CHEERING FOR CHILDREN FOUNDATION
Registration Number:	2527529	SOLID GROUND

**CORRESPONDENCE DATA**

Fax Number: (973)836-0306  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-949-9022  
 Email: fterranella@lawabel.com  
 Correspondent Name: Frank Terranella  
 Address Line 1: 666 Third Avenue  
 Address Line 2: 10th Floor

CH \$115.00 78874345

Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:

Frank Terranella

Signature:

/ft/

Date:

09/15/2006

Total Attachments: 3

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CERTIFICATE OF AMENDMENT  
of the  
CERTIFICATE OF INCORPORATION  
of  
MADISON SQUARE GARDEN CHEERING FOR CHILDREN FOUNDATION

Under Section 803 of the New York State Not-for-Profit  
Corporation Law

The undersigned, Barry Watkins, Co-Chairman and Michael Bair, Secretary, respectively of Madison Square Garden Cheering for Children Foundation (the "Corporation"), do hereby certify that:

(1) The name of the Corporation is "Madison Square Garden Cheering for Children Foundation."

(2) The certificate of incorporation of the Corporation was filed by the Department of State on the 4th day of December, 1997. The Corporation was formed under the Not-for-Profit Corporation Law of the State of New York.

(3) The Corporation is a corporation as defined in subparagraph (a)(5) of section 102 of the Not-for-Profit Corporation Law and is a Type B corporation under section 201 of said law. The Corporation shall hereafter be and remain a Type B corporation under section 201 of the Not-for-Profit Corporation Law.

(4) Paragraph FIRST of the certificate of incorporation of the Corporation, which sets forth the name of the Corporation is hereby amended to read as follows:

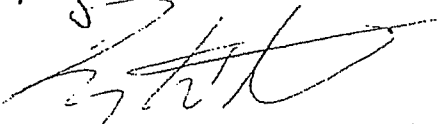
FIRST: The name of the Corporation is: "Garden of Dreams Foundation."

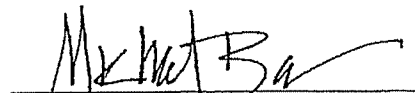
(5) This amendment to the certificate of incorporation of the Corporation was authorized by the unanimous written consent of the sole corporate member of the Corporation,

(6) Prior to delivery to the Department of State for filing, all approvals or consents required by law, will have been endorsed upon or annexed to this certificate of amendment.

(7) The Secretary of State of the State of New York is hereby designated the agent of the Corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the Corporation served upon him as agent of the Corporation is Eliot P. Green, Esq., Loeb & Loeb LLP, 345 Park Avenue, New York, New York 10154.

IN WITNESS WHEREOF, the undersigned has subscribed this certificate and affirm the statements herein as true under the penalties of perjury as of the 30 day of August, 2006.

  
\_\_\_\_\_  
Barry Watkins  
Co-Chairman  
Madison Square Garden Cheering for  
Children Foundation  
Two Penn Plaza, Floor 11  
New York, New York 10121-0091

  
\_\_\_\_\_  
Michael Bair  
Secretary  
Madison Square Garden Cheering for  
Children Foundation  
Two Penn Plaza, Floor 11  
New York, New York 10121-0091

State of New York }  
Department of State } ss:

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on*

**August 16, 2006**



A handwritten signature in black ink, appearing to read "Neil A. ...", is written over the seal area.

*Special Deputy Secretary of State*

DOS-1266 (Rev. 11/05)