

Form PTO-1594
(rev 06/04)

**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

U. S. Department of Commerce
Patent and Trademark Office

To the Director of the U.S. Patent and Trademark Office: Please record the attached documents or the new address(es) below:

1. Name of conveying party(ies)/Execution Date(s):

Curtco Robb He&D LLC

Individual(s) Association
 General Partnership Limited Partnership
 Corporation
 Other **Limited Liability Company**

Citizenship **Delaware**

Execution Date(s) **April 27, 2006**

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and Address of receiving party(ies)

Additional name(s) & address(es) attached? Yes No

Name: **Curtco Robb Media, LLC**

Internal Address: _____

Street Address: **29160 Heathercliff Road
Suite 200**

City: **Malibu**

State: **CA**

Country: **USA** Zip: **90265**

Association - Citizenship _____

General Partnership - Citizenship _____

Limited Partnership - Citizenship _____

Corporation - Citizenship _____

Other **Limited Liability Company**

Citizenship **Delaware**

If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No.

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Government Interest Assignment
 Other

4. Application number(s) or registration number(s):

A. Trademark Application No(s).

B. Trademark Registration No(s).

2996117

3074850

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Elaine Ziff, Esq.
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
Four Times Square
New York, New York 10036
Tel: (212) 735-2656
Fax: (917) 777-2656
eziff@skadden.com

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 1.21(h) and 3.41) \$65

All fees and any deficiencies are authorized to be charged to Deposit Account
(Our Ref. 075850/17)

8. Payment Information

Deposit Account No. **19-2385**

Authorized user Name: **Evans Richardson**

9. Signature.


Signature

October 12, 2006

Date

Elaine Ziff, Esq.
Name of Person Signing

Total number of pages including cover sheet, and documents:

3

CH \$65.00 192385 2996117

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 07:32 PM 04/27/2006
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CERTIFICATE OF MERGER
OF
CURTCO ROBB HE&D LLC
 (a Delaware limited liability company)
WITH AND INTO
CURTCO ROBB MEDIA, LLC
 (a Delaware limited liability company)

CURTCO ROBB MEDIA, LLC, a Delaware limited liability, does hereby certify as follows:

FIRST: The name and state of organization of each of the constituent entities (the "Constituent Entities") to the merger are:

<u>Name</u>	<u>State of Organization</u>
CURTCO ROBB MEDIA, LLC	Delaware
CURTCO ROBB HE&D LLC	Delaware

SECOND: An Agreement and Plan of Merger has been approved and executed by each of the Constituent Entities in accordance with Section 18-209 of the Delaware Limited Liability Company Act.

THIRD: The surviving entity is CURTCO ROBB MEDIA, LLC, which shall retain its name CURTCO ROBB MEDIA, LLC.

FOURTH: The merger of CURTCO ROBB HE&D LLC with and into CURTCO ROBB MEDIA, LLC will be effective upon the filing of this Certificate of Merger.

FIFTH: The executed Agreement and Plan of Merger is on file at the offices of CURTCO ROBB MEDIA, LLC located at 29160 Heathercliff Road, Suite 200, Malibu, California 90265.


SIXTH: A copy of the Merger Agreement will be furnished by CURTCO ROBB MEDIA, LLC on request and without cost, to any member of either of the Constituent Entities.

LAL:1161098

TRADEMARK

IN WITNESS WHEREOF, Surviving LLC Entity has executed this Certificate of Merger this 27th day of April, 2006.

CURTCO ROBB MEDIA, LLC,
a Delaware limited liability company

By: 

Name: Chris Fabian
Title: SVP, CFO