

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/09/2002

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Thrive Partners, LLC		09/09/2002	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Oxygen Media Interactive, Inc.
Street Address:	75 Ninth Avenue
Internal Address:	c/o Karen Pasquale
City:	New York
State/Country:	NEW YORK
Postal Code:	10011
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2441227	THRIVE @

CORRESPONDENCE DATA

Fax Number: (212)651-2041
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212 651-5423
 Email: kpasquale@oxygen.com
 Correspondent Name: Oxygen Media
 Address Line 1: 75 Ninth Avenue
 Address Line 2: c/o Karen Pasquale
 Address Line 4: New York, NEW YORK 10011

NAME OF SUBMITTER:	Karen M. Pasquale
Signature:	/Karen M. Pasquale/

CH \$40.00 2441227

Date:

01/26/2007

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:

"THRIVE PARTNERS, L.L.C.", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "OXYGEN MEDIA INTERACTIVE, INC." UNDER THE NAME OF "OXYGEN MEDIA INTERACTIVE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF SEPTEMBER, A.D. 2002, AT 9 O'CLOCK A.M.

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



2893408 8100M

020565080

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1977776

DATE: 09-11-02

TRADEMARK
REEL: 003469 FRAME: 0145

CERTIFICATE OF MERGER (DE) MERGING
THRIVE PARTNERS, LLC
INTO OXYGEN MEDIA INTERACTIVE, INC.

Under Section 264 (c) of the General Corporation Law of the State of Delaware

Oxygen Media Interactive, Inc. (the "Corporation"), a corporation organized and existing under the laws of the State of Delaware, HEREBY CERTIFIES:

FIRST: That each of the constituent corporations of the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>	<u>Type of Entity</u>
Oxygen Media Interactive, Inc.	Delaware	Corporation
Thrive Partners, LLC.	Delaware	Limited Liability Company

SECOND: That an Agreement and Plan of Merger between the parties has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of subsection (c) of Section 264 of the General Corporation Law of the State of Delaware.

THIRD: That the Corporation shall be the surviving corporation (the "Surviving Corporation") of the merger and that Thrive Partners, LLC, shall be merged into the Surviving Corporation.

FOURTH: That the Certificate of Incorporation and By-Laws of the Corporation in effect immediately prior to the merger shall be the Certificate of Incorporation and By-Laws, respectively of the Surviving Corporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is c/o Oxygen Media Interactive, Inc., 75 Ninth Avenue, New York, New York 10011.

SIXTH: That a copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder or member of any constituent corporation.

IN WITNESS WHEREOF, Oxygen Media Interactive, Inc. has caused this Certificate to be executed by a duly authorized officer this 5th day of September 2002.

OXYGEN MEDIA INTERACTIVE, INC.


Daniel M. Taitz
Secretary