

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/13/1999

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MCA Records, Inc.		11/13/1999	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	UMG Recordings, Inc.
Street Address:	2220 Colorado Avenue
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90404
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	73099572	BLUE THUMB
Registration Number:	1062146	BLUE THUMB

CORRESPONDENCE DATA

Fax Number: (818)286-5480
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 818.286.5209
 Email: deanne.ozaki@umusic.com
 Correspondent Name: UMG Recordings, Inc.
 Address Line 1: 10 Universal City Plaza, Suite 350
 Address Line 4: Universal City, CALIFORNIA 91608

ATTORNEY DOCKET NUMBER:	UMG/BUE THUMB
NAME OF SUBMITTER:	DeAnne Ozaki
Signature:	/deanne ozaki/

OP \$65.00 73099572

Date:

02/15/2007

Total Attachments: 3

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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:

"MCA RECORDS, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "UMG RECORDINGS, INC." UNDER THE NAME OF "UMG RECORDINGS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF NOVEMBER, A.D. 1999, AT 12:35 O'CLOCK P.M.

0681821 8100M

070085351



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5383148

DATE: 01-25-07

TRADEMARK
REEL: 003481 FRAME: 0956

CERTIFICATE OF MERGER

of

MCA RECORDS, INC.

with and into

UMG RECORDINGS, INC.

Pursuant to Section 252 of the
General Corporation Law
of the State of Delaware

Pursuant to Section 252(c) of the General Corporation Law of the State of Delaware, UMG Recordings, Inc., a Delaware corporation ("UMG Recordings"), hereby certifies the following information relating to the merger of MCA Records, Inc., a California corporation ("MCA Records"), with and into UMG Recordings:

FIRST: The name and state of incorporation of each of the constituent corporations in the merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
UMG Recordings, Inc.	Delaware
MCA Records, Inc.	California

SECOND: The Agreement of Merger, dated as of June 30, 1999, among UMG Recordings, MCA Records and PolyGram Holding, Inc., a Delaware corporation and the parent corporation of UMG Recordings and MCA Records (the "Merger Agreement"), setting forth the terms and conditions of the merger, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252(c) of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation in the merger is UMG Recordings, Inc.

FOURTH: The certificate of incorporation of UMG Recordings shall be the certificate of incorporation of the surviving corporation.


FIFTH: The executed Merger Agreement is on file at the principal business offices of the surviving corporation, at 70 Universal City Plaza, Universal City, CA 91608.

SIXTH: A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of UMG Recordings or MCA Records.

SEVENTH: The authorized capital stock of MCA Records consists of 2,500 shares of common stock, no par value per share.

IN WITNESS WHEREOF, this Certificate of Merger has been executed as of the 15th day of October, 1999.

UMG RECORDINGS, INC.

By: 
Karen Randall
Senior Vice President