

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Channel One Communications		04/20/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Channel One		
Street Address:	151 West 26th Street		
Internal Address:	11th floor		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10001		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2252378	CHANNEL ONE NETWORK	
Registration Number:	2795472	CHANNEL ONE NEWS	
Registration Number:	3219580	ONE STEP TO A BETTER ME	
Registration Number:	2504205	ONEVOTE	
CORRESPONDENCE DATA			
Fax Number:	(201)829-4307		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212.329.8358		
Email:	mikef@alloy.com		
Correspondent Name:	Michael Fitzgerald c/o Alloy, Inc.		
Address Line 1:	151 West 26th Street		
Address Line 2:	11th floor		
Address Line 4:	New York, NEW YORK 10001		
NAME OF SUBMITTER:	Gina DiGioia		

OP \$115.00 2252378

Signature:	/gd/
Date:	06/27/2007
Total Attachments: 8 source=Channel One assignment of TMs#page1.tif source=Channel One assignment of TMs#page2.tif source=Channel One assignment of TMs#page3.tif source=Channel One assignment of TMs#page4.tif source=Channel One assignment of TMs#page5.tif source=Channel One assignment of TMs#page6.tif source=Channel One assignment of TMs#page7.tif source=Channel One assignment of TMs#page8.tif	

ASSIGNMENT OF THE TRADEMARKS AND DOMAINS

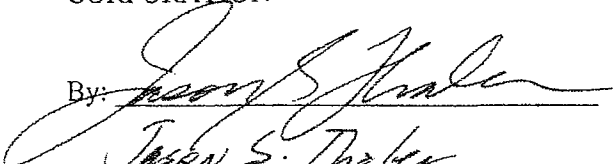
CHANNEL ONE COMMUNICATIONS CORPORATION, a Delaware corporation, having a place of business at 745 Fifth Avenue, New York, NY 10151 (“**Assignor**”), is the owner of the trademarks and domains identified in **Schedule 1** attached hereto and fully incorporated herein (“**Trademarks**”). Assignor desires to sell, transfer and assign to ALLOY C1 ACQUISITION, LLC, a Delaware limited liability company, having a place of business at 151 West 26th Street, 11th Floor, New York, New York 10001 (“**Assignee**”), all right, title and interest in and to (i) the Trademarks and to the federal trademark registrations with the United States Patent and Trademark Office owned by Assignor as listed on **Schedule 1** (“**Trademark Registrations**”); and (ii) the domain name registrations for the domains set forth on **Schedule 1** (“**Domain Registrations**”).

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably assigns, transfers and conveys to Assignee all of Assignor’s worldwide right, title and interest in and to the Domain Registrations, the Trademarks and the Trademark Registrations (and all renewals and extensions thereof), together with the goodwill of the business associated with or symbolized by the Trademarks and Trademark Registration, and all rights to profits, damages and other relief for any past, present and future infringement of the Trademarks or Trademark Registrations, and the right to sue and collect the same for Assignee’s own use and benefit and the benefit of Assignee’s successors, assigns, or legal representatives.

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IN WITNESS WHEREOF, Assignor has executed this Assignment of the Trademarks and Domains effective as of April 20, 2007.

CHANNEL ONE COMMUNICATIONS CORPORATION

By: 
Name Jason S. Thaler
Title SVP

SCHEDULE 1

REGISTERED TRADEMARKS:

See following page.

UNREGISTERED TRADEMARKS:

None.

DOMAIN NAMES:

channelone.com
channelonenews.com
channelonenews.net
channelonenetwork.net
channelonenetwork.org
channelonenetwork.com
channeloneteacher.com
channeloneteacher.org
channelonelivewire.com
channeloneparent.com
channelonevote.com
onevote.com

Channel One Communications Corporation

Trademark Registrations as of April 2, 2007

<u>COUNTRY</u>	<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>REGISTRANT</u>
Brazil	CHANNEL ONE NETWORK & DESIGN	821367595	1/25/1999	CHANNEL ONE COMMUNIC

41: EDUCATIONAL AND ENTERTAINMENT SERVICES, NAMELY, TEEN ORIENTED NEWS PROGRAMMING FOR BROADCASTING INTO SECONDARY SCHOOLS

Mexico	CHANNEL ONE NETWORK & DESIGN	608366	4/30/1999	CHANNEL ONE COMMUNIC
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41: EDUCATIONAL AND ENTERTAINMENT SERVICES, NAMELY, TEEN ORIENTED NEWS PROGRAMMING FOR BROADCASTING INTO SECONDARY SCHOOLS

United States	CHANNEL ONE NETWORK	2252378	6/15/1999	CHANNEL ONE COMMUNIC
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41: EDUCATIONAL AND ENTERTAINMENT SERVICES, NAMELY, TEEN ORIENTED NEWS PROGRAMMING FOR BROADCAST INTO SECONDARY SCHOOLS

United States	CHANNEL ONE NEWS	2795472	12/16/2003	CHANNEL ONE COMMUNIC
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41: EDUCATIONAL AND ENTERTAINMENT SERVICES, NAMELY, TEEN ORIENTED NEWS PROGRAMMING AND PRODUCTION SERVICES FOR BROADCAST INTO SECONDARY SCHOOLS

United States	ONE STEP TO A BETTER ME	3219580	3/20/2007	CHANNEL ONE COMMUNIC
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44: PROVIDING ENTERTAINMENT SERVICES, NAMELY A WEBSITE FEATURING INFORMATION IN THE FIELD OF HEALTH

United States	ONEVOTE	2504205	11/6/2001	CHANNELONE.COM
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16: PROVIDING PRINTED INFORMATION, EDUCATIONAL AND TEACHING MATERIAL FOR TEENAGE STUDENTS FOR THE PURPOSE OF EDUCATION IN THE AREAS OF CIVICS AND THE POLITICAL PROCESS

41: PROVIDING ON-LINE EDUCATIONAL AND ENTERTAINMENT SERVICES VIA A GLOBAL COMPUTER NETWORK, NAMELY POLLING SERVICES OFFERED FOR TEENAGE STUDENTS FOR THE PURPOSE OF EDUCATION IN THE AREAS OF CIVICS AND THE POLITICAL PROCESS

42: PROVIDING ON-LINE POLLING SERVICES OFFERED VIA A GLOBAL COMPUTER NETWORK PROMOTING AWARENESS AMONG TEENAGE STUDENTS OF THE VALUE OF VOTING AND PARTICIPATING IN THE POLITICAL PROCESS

ALL-PURPOSE ACKNOWLEDGMENT

<p>STATE OF <u>New York</u> COUNTY OF <u>Richmond</u></p> <p>On <u>4/20/07</u> before me, <u>Sherry McCoy, Notary Public</u> <small>Date Name, Title of Officer, e.g. "Jane Doe, Notary Public"</small></p> <p>personally appeared <u>Jason Thaler</u> <small>Name(s) of Signer(s)</small></p> <p><input checked="" type="checkbox"/> personally known to me - OR - <input type="checkbox"/> proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.</p> <p>Sherry McCoy Notary Public, State of New York No. 01MC5041034 Qualified in Richmond County Certificate Filed in New York County Commission Expires March 27, 2007 <u>(SM) June 17, 2007</u></p> <p align="right">Witness my hand and official seal.</p> <p align="right"><u>Sherry McCoy</u> <small>Signature of Notary</small></p>	<p>CAPACITY CLAIMED BY SIGNER</p> <p><input type="checkbox"/> INDIVIDUAL(S) <input checked="" type="checkbox"/> CORPORATE OFFICER(S) _____ <small>Title(s)</small></p> <p><input type="checkbox"/> PARTNER(S) <input type="checkbox"/> ATTORNEY-IN-FACT <input type="checkbox"/> TRUSTEE(S) <input type="checkbox"/> SUBSCRIBING WITNESS <input type="checkbox"/> GUARDIAN/CONSERVATOR <input type="checkbox"/> OTHER: _____</p> <p>SIGNER IS REPRESENTING: <small>Name of Person(s) or Entity(ies)</small></p> <p>_____</p>
<p><small>ATTENTION NOTARY: Although the information requested below is OPTIONAL, it could prevent fraudulent attachment of this certificate to unauthorized document.</small></p>	
<p>THIS CERTIFICATE MUST BE ATTACHED TO THE DOCUMENT DESCRIBED AT RIGHT:</p>	<p>Title or Type of Document: <u>Assignment Of The Trademarks and the Domains</u></p> <p>Number of Pages: <u>3</u> Date of Document: <u>April</u>, 2007</p> <p>Signer(s) Other Than Named Above: _____</p>

Delaware

PAGE 1

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 AMENDMENT OF "ALLOY C1 ACQUISITION, LLC", CHANGING ITS NAME FROM "ALLOY C1 ACQUISITION, LLC" TO "CHANNEL ONE, LLC", FILED IN THIS OFFICE ON THE TENTH DAY OF MAY, A.D. 2007, AT 10:47 O'CLOCK A.M.

4332555 8100

070545417



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5664842

DATE: 05-10-07

TRADEMARK
REEL: 003568 FRAME: 0935

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: ALLOY C1 ACQUISITION, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows: the company hereby changes its name from Alloy C1 Acquisition, LLC to Channel One, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 9th day of MAY A.D. 2007

By: 
Authorized Person(s)

Name: GINA DiBroia
Print or Type

CORPORATION SERVICE COMPANY

www.incspot.com

CSC- Wilmington
Suite 400
2711 Centerville Road
Wilmington, DE 19808
800-927-9800
302-636-5454 (Fax)

Matter# Not Provided
Project Id :

Order# 892312-5
Order Date 05/10/2007

Entity Name : ALLOY C1 ACQUISITION, LLC
Jurisdiction : DE-Secretary of State
Request for : Amendment/Correction/Restated/Designation Filing
File# : 4332555
File date : 05/10/2007
Result : Filed and Approved

Ordered by JENNIFER MAH at ALLOY, INC.

Thank you for using CSC. For real-time 24 hour access to the status of any order placed with CSC, access our website at www.incspot.com.

If you have any questions concerning this order or IncSpot, please feel free to contact us.

Linda Snook
lsnook@cscinfo.com

The responsibility for verification of the files and determination of the information therein lies with the filing officer; we accept no liability for errors or omissions.