

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/03/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
OnLive, Inc.		07/03/2007	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	OnLive, Inc.		
Street Address:	849 High Street		
City:	Palo Alto		
State/Country:	CALIFORNIA		
Postal Code:	94301		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	78240835	ONLIVE	
Serial Number:	78897564	FONLIVE	
Serial Number:	78724364	ONLIFE	
CORRESPONDENCE DATA			
Fax Number:	(213)680-6499		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	213-229-8462		
Email:	diane.lambillotte@bingham.com		
Correspondent Name:	Diane M. Lambillotte		
Address Line 1:	Bingham McCutchen LLP		
Address Line 2:	Three Embarcadero Center		
Address Line 4:	San Francisco, CALIFORNIA 94111		
NAME OF SUBMITTER:	Diane M. Lambillotte		

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TRADEMARK
REEL: 003618 FRAME: 0754

Signature:	/diane m. lambillotte/
Date:	09/11/2007
Total Attachments: 3 source=070702-OnLive DE - Certificate of Merger-FILED#page1.tif source=070702-OnLive DE - Certificate of Merger-FILED#page2.tif source=070702-OnLive DE - Certificate of Merger-FILED#page3.tif	

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 MERGER, WHICH MERGES:

"ONLIVE, INC.", A CALIFORNIA CORPORATION,
WITH AND INTO "ONLIVE, INC." UNDER THE NAME OF "ONLIVE, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF JULY, A.D. 2007, AT 6:01 O'CLOCK P.M.

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

4262958 8100M

070781086



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5816181

DATE: 07-05-07

TRADEMARK
REEL: 003618 FRAME: 0756

CERTIFICATE OF MERGER

OF

ONLIVE, INC.
(a California corporation)

WITH AND INTO

ONLIVE, INC.
(a Delaware corporation)

(Under Section 252 of the General
Corporation Law of the State of Delaware)

OnLive, Inc., a Delaware corporation, hereby certifies that:

1. The name and state of incorporation of each of the constituent corporations is as follows:
 - (a) OnLive, Inc., a California corporation ("OnLive California"); and
 - (b) OnLive, Inc., a Delaware corporation ("OnLive Delaware").
2. The Merger Agreement, dated as of July 2, 2007 (the "Merger Agreement"), between OnLive California and OnLive Delaware has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 252 (and, with respect to OnLive Delaware, by the written consent of its sole stockholder in accordance with Section 228) of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation is OnLive, Inc. (the "Surviving Corporation").
4. The Certificate of Incorporation of OnLive Delaware as in effect immediately prior to the merger shall continue in full force and effect as the Certificate of Incorporation of the Surviving Corporation.
5. The executed Merger Agreement is on file at an office the Surviving Corporation at 849 High Street, Palo Alto, CA 94301.
6. A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

7. This Certificate of Merger shall become effective upon filing.

IN WITNESS WHEREOF, the undersigned has caused this certificate to be signed as of the 2nd day of July, 2007.

ONLIVE, INC.

By: 

Name: Stephen G. Perlman

Title: CEO, President and Secretary