

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	03/07/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Demand Entertainment, Inc.		02/29/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	HILLCLIMB MEDIA, INC.
Street Address:	15801 NE 24th Street
City:	Bellevue
State/Country:	WASHINGTON
Postal Code:	98008
Entity Type:	CORPORATION: WASHINGTON

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	2991274	ARCADETOWN
Registration Number:	2748129	CONTAGIOUS ENTERTAINMENT
Serial Number:	78693020	CRACKED
Serial Number:	78693032	CRACKED
Serial Number:	78692590	CRACKED
Serial Number:	78693021	CRACKED
Serial Number:	78693017	CRACKED
Registration Number:	3191987	CRACKED
Registration Number:	3192052	CRACKED MAZAGINE
Registration Number:	2517077	FLOWGO
Registration Number:	2618666	FUNBUG
Registration Number:	2610317	FUNBUG.COM
Registration Number:	2895977	GRAB

OP \$465.00 2991274

Registration Number:	2895976	GRAB IT
Registration Number:	2362637	INFOBEAT
Registration Number:	2638332	INTELLIGENT X
Registration Number:	2692319	INTELLIGENTX
Registration Number:	2679015	

CORRESPONDENCE DATA

Fax Number: (212)527-7701

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 212.527.7700

Email: tmdocket@darbylaw.com

Correspondent Name: Laura J. Winston/Darby & Darby P.C.

Address Line 1: P.O. Box 770, Church Street Station

Address Line 4: New York, NEW YORK 10008-0770

ATTORNEY DOCKET NUMBER:	20909/8202355-000
NAME OF SUBMITTER:	Laura J. Winston
Signature:	/laura j. winston/
Date:	03/25/2008

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:

"DEMAND ENTERTAINMENT, INC.", A DELAWARE CORPORATION, WITH AND INTO "HILLCLIMB MEDIA, INC." UNDER THE NAME OF "HILLCLIMB MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF WASHINGTON, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTH DAY OF MARCH, A.D. 2008, AT 4:15 O'CLOCK P.M.

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

4516092 8100M

080295763

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6436070

DATE: 03-10-08

TRADEMARK
REEL: 003746 FRAME: 0383

**STATE OF DELAWARE CERTIFICATE OF MERGER OF
DOMESTIC CORPORATION INTO FOREIGN
CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The names of the constituent corporations are (i) Hillclimb Media, Inc., a Washington corporation, and (ii) Demand Entertainment, Inc., a Delaware corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

THIRD: The name of the surviving corporation is Hillclimb Media, Inc., a Washington corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.

FIFTH: The merger is to become effective upon filing.

SIXTH: The Agreement of Merger is on file at 15801 NE 24th St., Bellevue, WA 98008, the place of business of the surviving corporation.

SEVENTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

EIGHTH: The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at 15801 NE 24th St., Bellevue, WA 98008.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 2nd day of February, 2008.

By: 

Authorized Officer

Name: Shawn Colo

Title: Secretary