

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Jones Media Networks, Ltd.		06/20/2008	CORPORATION: COLORADO
RECEIVING PARTY DATA			
Name:	Triton Media Networks, LLC		
Street Address:	11100 Santa Monica Blvd.		
Internal Address:	Suite 210		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90025		
Entity Type:	LIMITED LIABILITY COMPANY: COLORADO		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1517399	MEDIAAMERICA	
CORRESPONDENCE DATA			
Fax Number:	(312)861-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312-861-2000		
Email:	dgasiorowski@kirkland.com		
Correspondent Name:	Kirkland & Ellis LLP		
Address Line 1:	200 East Randolph Drive		
Address Line 2:	c/o Donna Gasiorowski, Sr. Legal Asst.		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	22291-5 DRG		
NAME OF SUBMITTER:	Donna Gasiorowski		
Signature:	/Donna Gasiorowski/		

CH \$40.00 1517399

Date:

06/20/2008

Total Attachments: 5

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2008 JUN 20 AM 9:52

\$150.00
Currently Not Available
SECRETARY OF STATE
STATE OF COLORADO

20081332537 C
\$ 300.00
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ABOVE SPACE FOR OFFICE USE ONLY

Combined Statement of Conversion and Articles of Organization
filed pursuant to §7-90-201 and §7-80-204 of the Colorado Revised Statutes (C.R.S.)

Statement of Conversion

1. For the converting entity, its entity name or true name, ID number (if applicable), form of entity, the jurisdiction under the law of which it is formed, and the principal office address of its principal office are

Entity name or true name of the <u>converting</u> entity	Jones Media Networks, Ltd.		
ID number (if applicable)	19981099035 <i>(Colorado Secretary of State ID number)</i>		
Form of the entity	Corporation		
Jurisdiction where formed	Colorado		
Principal office <u>street</u> address	9697 E. Mineral Avenue <i>(Street number and name)</i>		
	Centennial <i>(City)</i>	CO <i>(State)</i>	80112 <i>(Postal/Zip Code)</i>
	<i>(Province - if applicable)</i>	<i>(Country - if not US)</i>	
Principal office <u>mailing</u> address (leave blank if same as above)	<i>(Street number and name or Post Office Box information)</i>		
	<i>(City)</i>	<i>(State)</i>	<i>(Postal/Zip Code)</i>
	<i>(Province - if applicable)</i>	<i>(Country - if not US)</i>	

2. The converting entity has been converted into the resulting entity identified below.
3. For the resulting entity, its entity name, form of entity, the jurisdiction under the law of which it is formed, and the principal office address of its principal office are

Entity name of the
resulting entity

Triton Media Networks, LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.l.c.", "llc", or "ltd." §7-90-601, C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

Form of the entity

domestic limited liability company

Jurisdiction where formed

Colorado

Principal office street address

c/o Triton Media Group, LLC

(Street number and name)

11100 Santa Monica Blvd., Suite 210

Los Angeles

CA

90025

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

Principal office mailing address
(leave blank if same as above)

(Street number and name or Post Office Box information)

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

(If the following statement applies, adopt the statement by marking the box.)

The mailing address in the records of the Secretary of State is no longer different than the street address and is no longer required.

Articles of Organization

1. The entity name is

Triton Media Networks, LLC

(The name of a limited liability company must contain the term or abbreviation "limited liability company", "ltd. liability company", "limited liability co.", "ltd. liability co.", "limited", "l.l.c.", "llc", or "ltd." §7-90-601, C.R.S.)

(Caution: The use of certain terms or abbreviations are restricted by law. Read instructions for more information.)

2. The principal office address of the initial principal office is

Street address

c/o Triton Media Group, LLC

(Street number and name)

11100 Santa Monica Blvd., Suite 210

Los Angeles

CA

90025

(City)

(State)

(Postal/Zip Code)

(Province – if applicable)

(Country – if not US)

Mailing address
(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

3. The registered agent name and registered agent address of the initial registered agent are

Name
(if an individual)

(Last) (First) (Middle) (Suffix)

OR

(if an entity) The Corporation Company
(Caution: Do not provide both an individual and an entity name.)

The person appointed as registered agent above has consented to being so appointed.

Street address

1675 Broadway, Suite 1200
(Street number and name)

Denver CO 80202
(City) (State) (Postal/Zip Code)

Mailing address
(leave blank if same as street address)

(Street number and name or Post Office Box information)

(City) CO (Postal/Zip Code)
(State)

4. The true name and mailing address of the person forming the limited liability company are

Name
(if an individual)

McDaniel Vallerie E.
(Last) (First) (Middle) (Suffix)

OR

(if an entity) _____
(Caution: Do not provide both an individual and an entity name.)

Mailing address

c/o Kirkland & Ellis LLP, 777 S. Figueroa St.
(Street number and name or Post Office Box information)

Los Angeles CA 90017
(City) (State) (Postal/Zip Code)

(Province - if applicable) (Country - if not US)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains the name and address of one or more additional person(s) forming the limited liability company.

5. The management of the limited liability company is vested in
(Mark the applicable box.)

one or more managers.

OR

the members.

6. There is at least one member of the limited liability company.

7. (If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains additional information as provided by law.

8. (Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document is/are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is named in the document as one who has caused it to be delivered.

9. The true name and mailing address of the individual causing the document to be delivered for filing are

Schore	Neal		
(Last)	(First)	(Middle)	(Suffix)
11100 Santa Monica Blvd. #210			
(Street number and name or Post Office Box information)			
Los Angeles	CA	90025	
(City)	(State)	(Postal/Zip Code)	
(Province - if applicable)	(Country - if not US)		

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).

EXHIBIT A ATTACHMENT
TO

**COMBINED STATEMENT OF CONVERSION AND ARTICLES OF ORGANIZATION
STATE OF COLORADO**

**ARTICLES OF ORGANIZATION
ITEM 9 - PAGE 4 OF 4**

**THIS DOCUMENT CONTAINS THE TRUE NAME AND MAILING ADDRESS OF ONE OR
MORE ADDITIONAL INDIVIDUALS CAUSING THE DOCUMENT TO BE DELIVERED
FOR FILING:**

**SOLE MANAGING MEMBER
TRITON NETWORK GROUP, LLC
a Colorado limited liability company**

**By: Neal Schore, Vice President
11100 Santa Monica Boulevard, Suite 210
Los Angeles, California 90025**

[Exhibit A to Combined Statement of Conversion and Articles of Organization - Triton Media Networks, LLC]