

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	conversion and change of name		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Third Screen Media, Inc.		08/01/2008	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Third Screen Media LLC		
<b>Street Address:</b>	22000 AOL Way		
<b>City:</b>	Dulles		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	20166		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 3</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3410575	THIRDSCREENMEDIA	
<b>Registration Number:</b>	3304155	MADX	
<b>Serial Number:</b>	77006226	TSM  NETWORK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(202)857-6395		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	202-857-8977		
<b>Email:</b>	bush.douglas@arentfox.com		
<b>Correspondent Name:</b>	Douglas R. Bush		
<b>Address Line 1:</b>	1050 Connecticut Avenue NW		
<b>Address Line 4:</b>	Washington, DISTRICT OF COLUMBIA 20036		
<b>ATTORNEY DOCKET NUMBER:</b>	019428.00488		
<b>NAME OF SUBMITTER:</b>	Douglas R. Bush		
<b>Signature:</b>	/D.R. Bush/		

CH \$90.00 3410575

Date:

10/07/2008

**Total Attachments: 4**

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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "THIRD SCREEN MEDIA, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "THIRD SCREEN MEDIA, INC." TO "THIRD SCREEN MEDIA LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 2008, AT 1:37 O'CLOCK P.M.

3783881 8100V

080839161

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6768702

DATE: 08-01-08

TRADEMARK  
REEL: 003866 FRAME: 0022

**CERTIFICATE OF CONVERSION  
TO LIMITED LIABILITY COMPANY  
OF  
THIRD SCREEN MEDIA, INC.  
TO  
THIRD SCREEN MEDIA LLC**

The undersigned, being an authorized person in accordance with Section 18-204 of the Delaware Limited Liability Company Act, for the purpose of converting Third Screen Media, Inc. (the "Corporation") from a corporation to a limited liability company pursuant to Section 18-214 of the Delaware Limited Liability Company Act, does hereby certify that:

1. The Corporation was first incorporated under the laws of the State of Delaware on March 30, 2004.
2. The name of the Corporation immediately prior to filing this Certificate of Conversion is Third Screen Media, Inc., and its jurisdiction immediately prior to filing this Certificate of Conversion is the State of Delaware.
3. The name of the Delaware limited liability company into which the Corporation shall be converted, as set forth in its Certificate of Formation filed in accordance with Section 18-214(b) of the Delaware Limited Liability Company Act, is Third Screen Media LLC.
4. The conversion of the Corporation to Third Screen Media LLC has been approved and adopted in accordance with the provisions of Sections 228 and 266 of the General Corporation Law of the State of Delaware.
5. The conversion shall be effective upon the filing of this Certificate of Conversion to Limited Liability Company and a certificate of formation with the Secretary of State of the State of Delaware.

1<sup>st</sup> IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion on the day of August, 2008.

By: Erin Tulk  
Authorized Person

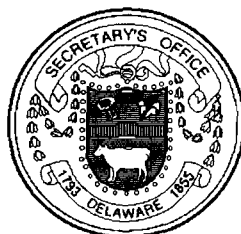
Name: Erin Tulk, Assistant Secretary

# Delaware

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*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "THIRD SCREEN MEDIA LLC" FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 2008, AT 1:37 O'CLOCK P.M.



3783881 8100V

080839161

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6768702

DATE: 08-01-08

TRADEMARK  
REEL: 003866 FRAME: 0024

**THIRD SCREEN MEDIA LLC**  
**CERTIFICATE OF FORMATION**

This Certificate of Formation of Third Screen Media LLC (the "LLC"), dated August 1, 2008, has been duly executed and is being filed by Erin Tulk, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

FIRST: The name of the limited liability company formed hereby is Third Screen Media LLC.

SECOND: The address of the registered office of the LLC in the State of Delaware is c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.

THIRD: The name and address of the registered agent for service of process of the LLC in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.



Name: Erin Tulk

Title: Authorized Person