

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/04/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
WowzaTV LLC		12/04/2007	LIMITED LIABILITY COMPANY: CALIFORNIA

**RECEIVING PARTY DATA**

Name:	Wowza Media Systems, Inc.
Street Address:	1153 Bergen Parkway, #181
City:	Evergreen
State/Country:	COLORADO
Postal Code:	80439
Entity Type:	CORPORATION: CALIFORNIA

**PROPERTY NUMBERS Total: 5**

Property Type	Number	Word Mark
Registration Number:	3475070	WOWZA
Registration Number:	3475073	W WOWZA MEDIA SYSTEMS
Registration Number:	3479234	W
Registration Number:	3475071	WOWZA MEDIA SERVER
Serial Number:	77228516	W

**CORRESPONDENCE DATA**

Fax Number: (408)904-5396  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 408-489-2837  
 Email: gretchen@wowzamedia.com  
 Correspondent Name: Gretchen Platt Stubenvoll  
 Address Line 1: 1153 Bergen Parkway, #181  
 Address Line 4: Evergreen, COLORADO 80439

**OP \$140.00 3475070**

ATTORNEY DOCKET NUMBER:	07-001/002/003/004/005
NAME OF SUBMITTER:	Gretchen Platt Stubenvoll
Signature:	/Gretchen Platt Stubenvoll/
Date:	10/31/2008
Total Attachments: 3 source=Articles of Incorporation filed 12-04-07#page1.tif source=Articles of Incorporation filed 12-04-07#page2.tif source=Articles of Incorporation filed 12-04-07#page3.tif	

3056463



**State of California**  
Secretary of State

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.



**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of

DEC - 5 2007

DEBRA BOWEN  
Secretary of State

3056463

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California

DEC - 4 2007

(SPACE RESERVED FOR SECRETARY OF STATE)

**ARTICLES OF INCORPORATION  
WITH STATEMENT OF CONVERSION  
OF  
WOWZA MEDIA SYSTEMS, INC.**

**ONE. NAME**

The name of this corporation is **WOWZA MEDIA SYSTEMS, INC.**

**TWO. PURPOSE.**

The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by the California Corporations Code.

**THREE. INITIAL AGENT FOR SERVICE OF PROCESS.**

The name and address in this state of the corporation's initial agent for service of process is Timothy Herr, 152 North Third Street, Suite 500, San Jose, CA 95112.

**FOUR. CAPITALIZATION.**

This corporation is authorized to issue only one class of shares, which shall be designated "common" shares. The total number of such shares authorized to be issued is 10,000,000.

**FIVE. STATEMENT OF CONVERSION.**

The name of the converting California limited liability company is WowzaTV L.L.C. The limited liability company's California Secretary of State file number is 200533510155. The principal terms of the plan of conversion were approved by a vote of the members, which equaled or exceeded the vote required under Section 17540.3. There is one class of members entitled to vote and the

percentage vote required is a majority in interest of the members. The limited liability company is converting into a California stock corporation.

**SIX. VOTING RIGHTS.**


Each common share will have one vote in all matters on which shareholders are entitled to vote under the California Corporations Code and these articles.

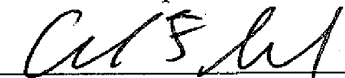
Except as provided in Corporations Code Section 303, subdivision (b) of Section 402.5, subdivision (c) of Section 708 and Section 1900, the following rules apply with respect to shareholder voting:

Whenever, under the California Corporations Code and these articles, an action requires the approval of (or that the action be approved by) the outstanding shares, the approval must be by the affirmative vote of at least 60% of the outstanding shares entitled to vote.

Whenever, under the California Corporations Code and these articles, an action requires the approval of (or that the action be approved by) the shareholders, the approval must be by the affirmative vote of at least 60% of the shares represented and voting at a duly held meeting at which at quorum is present) or by the written consent of shareholders holding at least 60% of the outstanding shares entitled to vote.

It is hereby declared that we are the persons who executed this instrument, which execution is our act and deed.

  
\_\_\_\_\_  
David Stubenvoll, Manager of WowzaTV  
L.L.C. and Incorporator

  
\_\_\_\_\_  
Charles Good, Manager of WowzaTV L.L.C.  
and Incorporator

