

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CBS Interactive Inc.		10/03/2008	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	CBS Interactive Media Inc.		
Street Address:	51 W. 52nd Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10019		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Registration Number:	3394431	WALLSTRIP	
Serial Number:	77116231	SMALL SCREEN. BIG ENTERTAINMENT.	
Serial Number:	77116270	SMALL SCREEN. BIG ENTERTAINMENT.	
Serial Number:	77116263	SMALL SCREEN. BIG ENTERTAINMENT.	
Serial Number:	77583975	NOVEL ADVENTURES	
Serial Number:	77216579	WALLSTRIP	
Serial Number:	77293781	MOBLOGIC	
CORRESPONDENCE DATA			
Fax Number:	(212)975-0111		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2129754321		
Email:	trademarks@cbs.com		
Correspondent Name:	Mallory Levitt		
Address Line 1:	51 W. 52nd Street		
Address Line 4:	New York, NEW YORK 10019		

CH \$190.00 3394431

NAME OF SUBMITTER:	Mallory Levitt
Signature:	/Mallory Levitt/
Date:	12/05/2008
Total Attachments: 4 source=Name Change Document for CBS Interactive to CBS Interactive Media#page1.tif source=Name Change Document for CBS Interactive to CBS Interactive Media#page2.tif source=Name Change Document for CBS Interactive to CBS Interactive Media#page3.tif source=Name Change Document for CBS Interactive to CBS Interactive Media#page4.tif	

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 RESTATED CERTIFICATE OF "CBS INTERACTIVE INC.", CHANGING ITS NAME FROM "CBS INTERACTIVE INC." TO "CBS INTERACTIVE MEDIA INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF OCTOBER, A.D. 2008, AT 5:16 O'CLOCK P.M.

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

4258241 8100

081008762



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6892447

DATE: 10-03-08

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

TRADEMARK
REEL: 003898 FRAME: 0447

RESTATED CERTIFICATE OF INCORPORATION
OF
CBS INTERACTIVE INC.

CBS INTERACTIVE INC., organized and existing under the General Corporation Law of the State of Delaware, does hereby certify that:

FIRST: The date of filing of the initial Certificate of Incorporation of CBS Interactive Inc. (the "Corporation") with the Secretary of State was November 29, 2006. The Corporation hereby amends and restates the Certificate of Incorporation in its entirety, in accordance with and pursuant to Sections 228, 242 and 245 of the General Corporation Law of the State of Delaware, to read as follows:

ARTICLE I

The name of the Corporation is CBS Interactive Media Inc.

ARTICLE II

The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, County of New Castle, Wilmington, Delaware 19808. The name of its registered agent at the address is Corporation Service Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

ARTICLE IV

The total number of shares of stock which the Corporation shall have the authority to issue is Two Hundred (200). All such shares are to have \$.01 par value.

ARTICLE V

The Corporation is to have perpetual existence.

ARTICLE VI

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the By-Laws of the Corporation.

ARTICLE VII

Meetings of the stockholders may be held within or without the State of Delaware, as the By-Laws may provide. The books of the Corporation may be kept (subject to any provisions contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the By-Laws of the Corporation. Elections of directors need not be by written ballot unless the By-Laws of the Corporation shall so provide.

ARTICLE VIII

The personal liability of the directors of the corporation is hereby eliminated to the fullest extent permitted by the provisions of paragraph (7) of subsection (b) of Section 102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

ARTICLE IX

The Corporation shall, to the fullest extent permitted by the provisions of Section 145 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said section from and against any and all of the expenses, liabilities or other matters referred to in or covered by said section, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified by be entitled under any By-Law, agreement, vote of stockholders or disinterested directors or otherwise, both as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

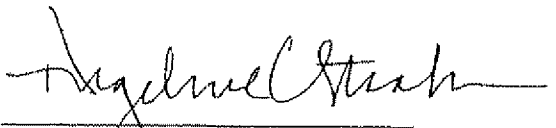
ARTICLE X

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

SECOND: The Restated Certificate of Incorporation herein certified has been duly adopted by the sole stockholder in accordance with the provisions of Sections 228, 242 and 245 of the General Corporate Law of the State of Delaware.

IN WITNESS WHEREOF, CBS Interactive Inc. has caused this Restated Certificate of Incorporation of the Corporation to be signed by the undersigned this 30th day of September, 2008.

CBS INTERACTIVE INC.

By: 

Name: Angeline C. Straka
Title: Senior Vice President,
and Secretary