

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Merger and Name Change		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Zinio Systems, Inc.		02/08/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Zinio Systems, LLC		
Street Address:	139 Townsend Street, Suite 300		
City:	San Francisco		
State/Country:	CALIFORNIA		
Postal Code:	94107		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	3410853	DIGITAL PUBLISHING FROM A TO ZINIO	
Registration Number:	3106298	ZINIO	
Registration Number:	3262585	ZINIO	
Registration Number:	3257026	ZINIO	
CORRESPONDENCE DATA			
Fax Number:	(703)610-6200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	703-610-6100		
Email:	boxip@hhlaw.com		
Correspondent Name:	Timothy J. Lyden		
Address Line 1:	8300 Greensboro Drive, Suite 1100		
Address Line 4:	McLean, VIRGINIA 22102		
ATTORNEY DOCKET NUMBER:	29577.03		
NAME OF SUBMITTER:	Timothy J. Lyden		

CH \$115.00 3410853

Signature:

/Timothy J. Lyden/

Date:

01/16/2009

Total Attachments: 4

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Delaware

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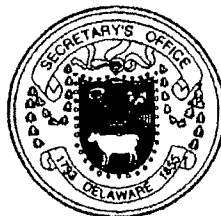
The First State

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:

"ZINIO SYSTEMS, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ZINIO MERGER SUB, LLC" UNDER THE NAME OF
"ZINIO SYSTEMS, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE EIGHTH DAY OF FEBRUARY, A. D. 2007,
AT 6:56 O'CLOCK P.M.

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

4296020 8100M
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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5421757

DATE: 02-09-07

CERTIFICATE OF MERGER

MERGING

ZINIO SYSTEMS, INC.

WITH AND INTO

ZINIO MERGER SUB, LLC

Pursuant to Section 264(c) of the Delaware General Corporation Law and Section 18-209(c) of the Delaware Limited Liability Company Act, Zinio Merger Sub, LLC, a limited liability company organized and existing under the law of the State of Delaware (the "*Company*"), hereby certifies the following information relating to the merger of Zinio Systems, Inc., a corporation organized and existing under the law of the State of Delaware ("*Zinio*"), with and into the Company (the "*Merger*"):

FIRST: The name and state of incorporation of each constituent entity that is a party to the Merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Zinio Systems, Inc.	Delaware
Zinio Merger Sub, LLC	Delaware

SECOND: A certain Agreement and Plan of Merger, dated as of February 8, 2007, by and among Zinio Holdings LLC, the Company, Zinio, and William J. Geary as Stockholders' Agent (the "*Merger Agreement*"), setting forth the terms conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of the General Corporation Law of the State of Delaware and Limited Liability Company Act of the State of Delaware.

THIRD: Pursuant to the Merger Agreement, the surviving company of the Merger is the Company. The Company's name shall be amended to Zinio Systems, LLC (hereafter referred to as the "*Surviving Company*") pursuant to the provisions of the Limited Liability Company Act of the State of Delaware.

FOURTH: The certificate of formation of the Company shall be the certificate of formation of the Surviving Company.

FIFTH: The executed Merger Agreement is on file at the executive offices of the Company at 139 Townsend Street, Suite 300, San Francisco, California 94107.

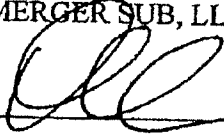
SIXTH: A copy of the Merger Agreement will be furnished by the Company, on request and without cost, to any member of the Company, any stockholder of Zinio, or any member of the Surviving Company.

SEVENTH: This Certificate of Merger shall be effective upon filing.

[Signature Page Follows]

IN WITNESS WHEREOF, Zinio Merger Sub, LLC has caused this Certificate of Merger to be duly executed as of the 8th day of February, 2007.

ZINIO MERGER SUB, LLC

By: 
Name: Doug Carlson
Title: Authorized Person