

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion of Delaware Corporation to Delaware Limited Liability Company and Name Change of Name

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
A. C. Nielsen Company		12/31/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	A. C. Nielsen Company, LLC
Street Address:	150 N. Martingale Road
City:	Schaumburg
State/Country:	ILLINOIS
Postal Code:	60173
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 5

Property Type	Number	Word Mark
Serial Number:	72354994	INF*ACT
Serial Number:	75342947	SHELF BUILDER
Serial Number:	73379792	SPACEMAN
Serial Number:	73728095	SPACEMAN/LIVE
Serial Number:	77470394	MY.SPACEMAN

CORRESPONDENCE DATA

Fax Number: (312)474-0448
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 312-474-6300
 Email: docket@marshallip.com
 Correspondent Name: Michael R. Graham
 Address Line 1: 233 South Wacker Drive
 Address Line 2: Suite 6300
 Address Line 4: Chicago, ILLINOIS 60606

OP \$140.00 72354994

ATTORNEY DOCKET NUMBER:	28047/G1000
NAME OF SUBMITTER:	Michael R. Graham
Signature:	/Michael R. Graham/
Date:	02/06/2009
Total Attachments: 5 source=DOC#page1.tif source=DOC#page2.tif source=DOC#page3.tif source=DOC#page4.tif source=DOC#page5.tif	

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 "A. C. NIELSEN COMPANY" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "A. C. NIELSEN COMPANY" TO "A. C. NIELSEN COMPANY, LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2008, AT 11:47 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008.



0529010 8100V

081228351

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7048300

DATE: 12-24-08

TRADEMARK
REEL: 003931 FRAME: 0419

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 "A. C. NIELSEN COMPANY, LLC" FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2008, AT 11:47 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2008.



0529010 8100V

081228351

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7048300

DATE: 12-24-08

TRADEMARK
REEL: 003931 FRAME: 0420

STATE OF DELAWARE
CERTIFICATE OF CONVERSION

of

A. C. Nielsen Company

(a Delaware corporation)

to

A. C. Nielsen Company, LLC

(a Delaware limited liability company)

This Certificate of Conversion to Limited Liability Company is being duly executed and filed by an authorized person, to convert A. C. Nielsen Company, a Delaware corporation (the "Corporation"), to a Delaware limited liability company, under Section 18-214 of the Delaware Limited Liability Company Act (the "Act").

- (1) The jurisdiction where the Corporation was first formed is Delaware.
- (2) The jurisdiction of the Corporation immediately prior to filing this Certificate is Delaware.
- (3) The date the Corporation was first incorporated in Delaware is October 24, 1958, under the name Nielsen, Inc.
- (4) The name of the Corporation immediately prior to filing this Certificate was A. C. Nielsen Company.
- (5) In accordance with Section 266(b) of the General Corporation Law of the State of Delaware (the "DGCL"), the sole director and the sole stockholder of the Corporation by a written consent of the sole director in accordance with the provisions of Section 141(f) of the DGCL and written consent of the sole stockholder of the Corporation in accordance with Section 228 of the DGCL, adopted a resolution approving the conversion of the Corporation into a Delaware limited liability company.
- (6) The name of the Limited Liability Company as set forth in the Certificate of Formation is A. C. Nielsen Company, LLC.
- (7) The conversion shall be effective on December 31, 2008.

[the next page is the signature page]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
on this 22nd day of December, 2008.

A. C. NIELSEN COMPANY

By: /s/ Harris Black
Harris Black
Authorized Person

CERTIFICATE OF FORMATION
OF
A. C. NIELSEN COMPANY, LLC

1. The name of the Limited Liability Company is A. C. Nielsen Company, LLC (the "Company").
2. The address of the registered office of the Company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.
3. This Certificate of Formation shall be effective on December 31, 2008.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of A. C. Nielsen Company, LLC this 22nd day of December, 2008.

/s/ Harris Black
Harris Black
Authorized Person