

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Fictionwise, Inc.		03/04/2009	CORPORATION: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Fictionwise LLC		
Street Address:	346 Main Street		
City:	Chatham		
State/Country:	NEW JERSEY		
Postal Code:	07928		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2543079	FICTIONWISE	
Serial Number:	77574582	EREADER.COM	
Serial Number:	77574548	EREADER	
CORRESPONDENCE DATA			
Fax Number:	(212)261-9864		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	2125412064		
Email:	nyuspto@bryancave.com		
Correspondent Name:	Todd Braverman, Esq.		
Address Line 1:	1290 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10104		
ATTORNEY DOCKET NUMBER:	0149940		
NAME OF SUBMITTER:	Todd Braverman		

CH \$90.00 2543079

Signature:	/tjbraverman/
Date:	03/05/2009
Total Attachments: 4 source=FICTIONWISE LLC DE CERTIFICATE OF CONVERSION AND FORMATION#page1.tif source=FICTIONWISE LLC DE CERTIFICATE OF CONVERSION AND FORMATION#page2.tif source=FICTIONWISE LLC DE CERTIFICATE OF CONVERSION AND FORMATION#page3.tif source=FICTIONWISE LLC DE CERTIFICATE OF CONVERSION AND FORMATION#page4.tif	

Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, 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 NEW JERSEY CORPORATION UNDER THE NAME OF "FICTIONWISE, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "FICTIONWISE, INC." TO "FICTIONWISE LLC", FILED IN THIS OFFICE ON THE FOURTH DAY OF MARCH, A.D. 2009, AT 6:43 O'CLOCK P.M.

4661802 8100V

090238191

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7167887

DATE: 03-04-09

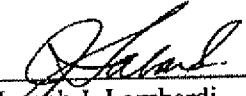
TRADEMARK
REEL: 003946 FRAME: 0660

STATE OF DELAWARE
CERTIFICATE OF CONVERSION
OF
FICTIONWISE, INC.
TO A LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 18-214
OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is New Jersey.
- 2.) The jurisdiction immediately prior to filing this Certificate is New Jersey.
- 3.) The date the corporation was first formed is October 17, 2000.
- 4.) The name of the Corporation immediately prior to filing this Certificate is Fictionwise, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of Formation is Fictionwise LLC.

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the
4th day of March, 2009.

By: _____


Joseph J. Lombardi
Chief Financial Officer

Delaware

PAGE 2

The First State

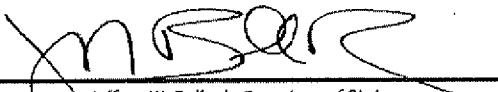
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "FICTIONWISE LLC" FILED IN THIS OFFICE ON THE FOURTH DAY OF MARCH, A.D. 2009, AT 6:43 O'CLOCK P.M.

4661802 8100V

090238191

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7167887

DATE: 03-04-09

TRADEMARK
REEL: 003946 FRAME: 0662

CERTIFICATE OF FORMATION

OF

FICTIONWISE LLC

Under Section 18-201 of the Delaware Code

The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to Chapter 18, Title 6 of the Delaware Code, as amended and supplemented, and known, identified and referred to as the "Delaware Limited Liability Company Act" (the "Act"), hereby certifies that:

FIRST: The name of the limited liability company is Fictionwise LLC (hereinafter called the "Company").

SECOND: The address of the registered office and the name and the address of the registered agent of the Company required to be maintained by Section 18-104 of the Act are:

Capitol Services, Inc.
615 South Dupont Highway
Dover, Delaware 19901

IN WITNESS WHEREOF, I hereunto sign my name this 4th day of March, 2009.

HOLLY F. BERGER
Holly F. Berger
Authorized Individual