

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/22/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Alliance Entertainment LLC	FORMERLY Alliance Entertainment Corporation	12/22/2008
			Entity Type LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	Source Interlink Distribution, LLC		
Street Address:	27500 Riverview Center Blvd., Suite 400		
City:	Bonita Springs		
State/Country:	FLORIDA		
Postal Code:	34134		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
	Registration Number:	2397766	AMIGO! AEC MUSIC INDEX
	Registration Number:	2386063	SIMPATICOS
CORRESPONDENCE DATA			
Fax Number:	(323)782-2920		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	trademark@sorc.com		
Correspondent Name:	Scott J. Spooner		
Address Line 1:	6420 Wilshire Blvd., 12th Floor		
Address Line 4:	Los Angeles, CALIFORNIA 90048		
NAME OF SUBMITTER:	Scott J. Spooner		
Signature:	/sjs/		
Date:	05/07/2009		

OP \$65.00 2397766

Total Attachments: 2

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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:

"ALLIANCE ENTERTAINMENT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SOURCE INTERLINK DISTRIBUTION, LLC" UNDER THE NAME OF "SOURCE INTERLINK DISTRIBUTION, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF DECEMBER, A.D. 2008, AT 2:06 O'CLOCK P.M.

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

3118642 8100M

081229458

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 7059421

DATE: 01-02-09

TRADEMARK
REEL: 003984 FRAME: 0190

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is _____
Source Interlink Distribution, LLC

and the name of the limited liability company being merged into this surviving limited liability company is Alliance Entertainment, LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is _____
Source Interlink Distribution, LLC

FOURTH: The merger is to become effective on December 31, 2008

FIFTH: The Agreement of Merger is on file at 27500 Riverview Center Blvd., Suite 400,
Bonita Springs, Florida 34134
the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 22nd _____ day of
December _____, A.D., 2008

By: 
Authorized Person

Name: Douglas J. Bates
Print or Type

Title: Secretary