

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	09/11/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	A&E Television Networks Merge Co., LLC		09/11/2009
			Entity Type
			LIMITED LIABILITY COMPANY: UNITED STATES
RECEIVING PARTY DATA			
Name:	A&E Television Networks, LLC		
Street Address:	235 East 45th Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	LIMITED LIABILITY COMPANY: UNITED STATES		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Serial Number:	77731783	PAWN STARS
CORRESPONDENCE DATA			
Fax Number:	(212)768-6800		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-768-5367		
Email:	trademarks@sonnenschein.com		
Correspondent Name:	Monica B. Richman		
Address Line 1:	P.O. Box #061080		
Address Line 2:	Wacker Dr. Station, 233 South Wacker Dr.		
Address Line 4:	Chicago, ILLINOIS 60606-1080		
ATTORNEY DOCKET NUMBER:	21602608-2013		
NAME OF SUBMITTER:	Monica B. Richman- Attorney of record		

OP \$40.00 77731783

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**TRADEMARK
 REEL: 004073 FRAME: 0896**

Signature:	/monica b. richman/
Date:	10/05/2009
Total Attachments: 4 source=A&E Merger Docs#page1.tif source=A&E Merger Docs#page2.tif source=A&E Merger Docs#page3.tif source=A&E Merger Docs#page4.tif	

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on September 11, 2009.



A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

Rev. 06/07

NCR-26

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New York State
Department of State
Division of Corporations, State Records and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12231
www.dos.state.ny.us

CERTIFICATE OF MERGER
OF
A&E Television Networks Merge Co., LLC

(Insert Name of Domestic Entity)

AND

A&E Television Networks, LLC

(Insert Name of Foreign Limited Liability Company)

INTO

A&E Television Networks, LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

FIRST: The name (and if the name has been changed, the name under which it was formed) and jurisdiction of formation or organization of each limited liability company or other business entity that is to merge is:

A&E Television Networks Merge Co., LLC – New York
A&E Television Networks, LLC -- Delaware

SECOND: For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with Department of State is:

September 10, 2009

THIRD: For each foreign limited liability company and foreign other business entity, the jurisdiction and date of filing of its original articles of organization or formation document and the date when its application for authority was filed with the Department of State is (if no such application has been filed, a statement to such effect and a statement that the foreign surviving limited liability company is not to do business in this state until it has filed an application for authority with the Department of State):

A&E Television Networks, LLC, was formed under the laws of the State of Delaware on July 16, 2009. Its application for authority was filed with the Department of State on September 3, 2009.

FOURTH: The agreement of merger has been approved and executed by each domestic limited liability company or other business entity that is to merge.

FIFTH: The name of the surviving foreign limited liability company is:

A&E Television Networks, LLC

SIXTH: (optional) The future effective date of the merger, which does not exceed 30 days from the date of filing, is: _____

SEVENTH: The surviving foreign limited liability company may be served with process in this state in any action or special proceeding for the enforcement of any liability or obligation of any domestic limited liability company, domestic business corporation or domestic other business entity previously amenable to suit in this state that is to merge and for the enforcement that is provided in the Limited Liability Company Law of the right of members of any domestic limited liability company, shareholders of any domestic business corporation or owners of any domestic other business entity to receive payment for their interests against the surviving foreign limited liability company.

EIGHTH: Pursuant to Section 623 of the Business Corporation Law, Section 1005 of the Limited Liability Company Law or any applicable statute, the surviving foreign limited liability company will promptly pay to the shareholders of each domestic business corporation, members of each domestic limited liability company or owners of any constituent other business entity the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, Limited Liability Company Law and any applicable statute relating to the right of shareholders, members and owners to receive payment for their interest.

NINTH: The Secretary of State is designated as agent of the foreign limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process served upon him or her is:

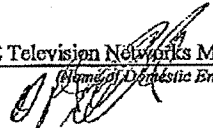
A&E Television Networks, LLC
235 East 45th Street
New York, NY 10017


TENTH: This merger is permitted by the jurisdiction of incorporation or organization for each foreign other business entity and foreign limited liability company and is in compliance therewith.

ELEVENTH: The agreement of merger is on file at the following place of business of the surviving foreign limited liability company:

A&E Television Networks, LLC
235 East 45th Street
New York, NY 10017

TWELFTH: A copy of the agreement of merger will be furnished by the surviving foreign limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

X A&E Television Networks Merge Co., LLC
(Name of Domestic Entity)

(Signature)
DOUGLAS P. JACOBS
(Type or print name)
Authorized Person
(Title of signer)

X A&E Television Networks, LLC
(Name of Foreign Limited Liability Company)

(Signature)
DOUGLAS P. JACOBS
(Type or print name)
Authorized Person
(Title of signer)

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CERTIFICATE OF MERGER
OF

A&E Television Networks Merge Co., LLC

(Insert Name of Domestic Entity)

AND

A&E Television Networks, LLC

(Insert Name of Foreign Limited Liability Company)

INTO

A&E Television Networks, LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

Drawdown

Filed by: Irell & Manella LLP

(Name)

1800 Avenue of the Stars, Suite 900

(Mailing address)

Los Angeles, CA 90067

(City, State and ZIP code)

1CC
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED

SEP 11 2009

TAX \$ _____

BY: _____

NCR-26

NOTE: This form was prepared by the New York State Department of State for filing a certificate of merger with a foreign limited liability company survivor. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$60 filing fee made payable to the Department of State.

(For office use only)

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2009 SEP 11 AM 10:51

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2009 SEP 11 AM 11:19

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