

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Speed Channel, Inc.		12/13/2001	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Speed Channel, Inc.		
<b>Street Address:</b>	10201 West Pico Boulevard		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90035		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2821729	SPEED CHANNEL	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(310)969-3095		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	310-369-5414		
Email:	tm@fox.com		
Correspondent Name:	Mei-lan Stark, Esq.		
Address Line 1:	P.O. Box 900		
Address Line 2:	Fox Group Legal, IP Department		
Address Line 4:	Beverly Hills, CALIFORNIA 90213-0900		
ATTORNEY DOCKET NUMBER:	CA2001021697		
NAME OF SUBMITTER:	Mei-lan Stark		
Signature:	/Mei-lan Stark/		
Date:	11/18/2009		

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Total Attachments: 2

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State of Delaware  
Office of the Secretary of State

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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 INCORPORATION OF "SPEED CHANNEL, INC." FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF DECEMBER, A.D. 2001, AT 9 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

2534863 8100V

AUTHENTICATION: 1504279

010642687

DATE ~~12/13/01~~ TRADEMARK  
REEL: 004098 FRAME: 0997

**CERTIFICATE OF INCORPORATION**

**OF**

**SPEED CHANNEL, INC.**

**Under Section 102 of the Delaware General Corporation Law**

The undersigned, being a natural person and acting as incorporator of the corporation hereby being formed under the General Corporation Law of the State of Delaware, hereby certifies that:

**FIRST.** The name of the corporation (hereinafter called the "Corporation") is Speed Channel, Inc.

**SECOND.** The name and address of the Corporation's registered agent in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, in the City of Wilmington, County of New Castle, Delaware 19808.

**THIRD.** The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

**FOURTH.** The aggregate number of shares which the Corporation shall have authority to issue is 3,000 shares of Common Stock with no par value per share, all of which are of the same class and shall be designated "Common Shares."

**FIFTH.** The name and mailing address of the incorporator are Daniel M. Fawcett, c/o Fox Cable Networks, 10000 Santa Monica Boulevard, Los Angeles, California 90067.

**SIXTH.** Election of directors need not be by written ballot.

**SEVENTH.** The Board of Directors is authorized to adopt, amend, or repeal By-laws of the Corporation.