

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/01/2008		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Digital Library Reserve, Inc.		06/25/2008
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Overdrive, Inc.		
Street Address:	8555 Sweet Valley Drive		
Internal Address:	Valley Tech Center - Suite N		
City:	Cleveland		
State/Country:	OHIO		
Postal Code:	44125		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3296347	SCHOOL DOWNLOAD LIBRARY
CORRESPONDENCE DATA			
Fax Number:	(216)363-4588		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(216) 363-4162		
Email:	trademark@beneschlaw.com		
Correspondent Name:	Angela R. Gott		
Address Line 1:	Benesch Friedlander Coplan & Aronoff LLP		
Address Line 2:	200 Public Square, Suite 2300		
Address Line 4:	Cleveland, OHIO 44114-2378		
ATTORNEY DOCKET NUMBER:	30839-29		
NAME OF SUBMITTER:	Angela R. Gott		

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Signature:	/Angela R. Gott/
Date:	04/08/2010
Total Attachments: 2 source=Certificate of Merger#page1.tif source=Certificate of Merger#page2.tif	

CERTIFICATE OF MERGER

Pursuant to Section 251 of the General Corporation Law of
The State of Delaware

In accordance with the requirements of Delaware law, the undersigned corporations, desiring to effect a merger, set forth the following facts:

1. **Merging Entities.** The name, type of entity, and state of incorporation or organization, respectively, of each entity which is a party to the merger is as follows:

Name	State of Incorporation	Type of Entity
Overdrive, Inc.	Delaware	Domestic Corporation
Digital Library Reserve, Inc.	Delaware	Domestic Corporation

2. **Merger.** An agreement of merger has been approved, adopted, executed and acknowledged by each of the constituent corporations in accordance with Section 251 of the General Corporation Law of The State of Delaware. The corporation surviving the merger is Overdrive, Inc., a Delaware Corporation (the "Surviving Corporation").

3. **Certificate of Incorporation.** The Certificate of Incorporation of the Surviving Corporation shall continue to be its Certificate of Incorporation without amendment.

4. **Merger Agreement on File.** The executed merger agreement is on file with the Surviving Corporation at the following address:

Overdrive, Inc.
Valley Tech Center, Suite N
8555 Sweet Valley Drive
Cleveland, Ohio 44125

5. **Copy of Agreement.** A copy of the merger agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

6. **Effective Time.** The Merger shall become effective at 12:01 A.M. Eastern Time on July 1, 2008.

The undersigned constituent corporations have caused this certificate of merger to be executed by their duly authorized officers on June 25, 2008.

OverDrive, Inc.
a Delaware corporation

By:


Michael Vantusko, Chief Financial Officer

Digital Library Reserve, Inc. ,
a Delaware corporation

By:


Michael Vantusko, Chief Financial Officer