

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/24/2009

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Time Warner Companies, Inc.		02/24/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Historic TW Inc.
Street Address:	One Time Warner Center
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	1741012	TIME LIFE VIDEO
Registration Number:	1691485	TIME LIFE FOR CHILDREN
Registration Number:	2085850	TIME LIFE KIDS
Registration Number:	2934763	TIME LIFE PICTURES
Registration Number:	2031484	TIME LIFE'S LOST CIVILIZATIONS
Registration Number:	1023141	TIME-LIFE VIDEO

**CORRESPONDENCE DATA**

Fax Number: (212)467-1083  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 212-522-3383  
 Email: tipto@timeinc.com  
 Correspondent Name: Paul A. Lee  
 Address Line 1: 1271 Avenue of the Americas  
 Address Line 2: 11th Floor

**900167480**

**TRADEMARK  
 REEL: 004246 FRAME: 0221**

**CH \$165.00 1741012**

Address Line 4: New York, NEW YORK 10020

NAME OF SUBMITTER:

Paul A. Lee

Signature:

/Paul A. Lee/

Date:

07/21/2010

Total Attachments: 4

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# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

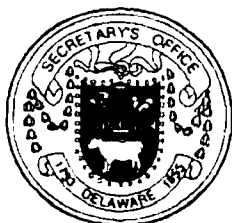
"TIME WARNER COMPANIES, INC.", A DELAWARE CORPORATION, WITH AND INTO "HISTORIC TW INC." UNDER THE NAME OF "HISTORIC TW INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2009, AT 5:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2009, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2198959 8100M

090179434



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7150777

DATE: 02-23-09

TRADEMARK  
REEL: 004246 FRAME: 0223

**CERTIFICATE OF OWNERSHIP AND MERGER**

**MERGING**

**TIME WARNER COMPANIES, INC.**

**WITH AND INTO**

**HISTORIC TW INC.**

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**Pursuant to Section 253 of the  
General Corporation Law of the State of Delaware**

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Historic TW Inc., a Delaware corporation (the "Corporation"), does hereby certify to the following facts relating to the merger of Time Warner Companies, Inc., a Delaware corporation (the "Subsidiary"), with and into the Corporation, with the Corporation remaining as the surviving corporation (the "Merger"):

**FIRST:** The Corporation is incorporated pursuant to the General Corporation Law of the State of Delaware ("DGCL"). The Subsidiary is incorporated pursuant to the DGCL.

**SECOND:** The Corporation owns more than 90% of the outstanding shares of each class of capital stock of the Subsidiary.

**THIRD:** The Board of Directors of the Corporation, by the following resolutions duly adopted on February 17, 2009, determined to merge the Subsidiary with and into the Corporation pursuant to Section 253 of the DGCL:

RESOLVED, that, effective upon the filing of (or at such subsequent time as may be specified in) the Certificate of Ownership and Merger filed in respect thereof (the "Effective Time"), the Subsidiary shall be merged with and into the Corporation with the Corporation being the surviving corporation;

RESOLVED, that it is intended that the Merger qualify for non-recognition of gain and/or loss under Sections 332 and 337 of the Internal Revenue Code of 1986, as amended (the "Code") and as a tax-free reorganization under Section 368(a)(1)(A) of the Code;

RESOLVED, that, at any time prior to the Effective Time, the Merger may be amended, modified,

terminated or abandoned by action of the Board of Directors of the Corporation;

RESOLVED, that by virtue of the Merger and without any action on the part of the holder thereof, each then outstanding or treasury share or fractional share of capital stock of the Corporation shall remain unchanged and continue to remain outstanding or held in treasury, respectively, as one share or fractional share of capital stock of the Corporation, held by the person who was the holder of such share or fractional share of capital stock of the Corporation immediately prior to the Merger;

RESOLVED, that by virtue of the Merger, upon surrender of each then outstanding share or fractional share of common stock of the Subsidiary, .000126 shares of common stock of Parent shall be issued in consideration thereof, except shares of common stock of the Subsidiary held by the Parent shall be cancelled; and

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized to make and execute a Certificate of Ownership and Merger setting forth a copy of these resolutions, and the date of adoption thereof, in the discretion of such officer to specify therein an Effective Time subsequent to the filing thereof and to file the same in the office of the Secretary of State of the State of Delaware.

FOURTH: The Effective Time shall be at 9:00 a.m. on February 24, 2009.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of  
Ownership and Merger to be executed by its duly authorized officer this 23<sup>rd</sup> day of  
February, 2009.

HISTORIC TW INC.

By: Brenda C. Karickhoff  
Name: Brenda C. Karickhoff  
Title: Senior Vice President

105010-2

RECORDED: 07/21/2010

TRADEMARK  
REEL: 004246 FRAME: 0226