

# TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	08/16/2010		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Paul Frank Industries, Inc.		08/16/2010	CORPORATION: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Paul Frank Industries LLC		
Street Address:	10100 Santa Monica Blvd., 26th Floor		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90067		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 29			
Property Type	Number	Word Mark	
Registration Number:	2731354		
Registration Number:	2675982		
Registration Number:	2524187		
Registration Number:	2977250	HER HOUSE PAUL FRANK	
Registration Number:	3583780	JULIUS	
Registration Number:	2949386	JULIUS & FRIENDS BY PAUL FRANK	
Registration Number:	2325420		
Registration Number:	2571471		
Registration Number:	3194737		
Registration Number:	3240161		
Registration Number:	2952851		
Registration Number:	3726765	PAUL FRANK	
Registration Number:	2609759	PAUL FRANK	

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TRADEMARK  
 REEL: 004273 FRAME: 0119

Registration Number:	2952829	PAUL FRANK
Registration Number:	2325419	PAUL FRANK
Registration Number:	2670875	PAUL FRANK IS YOUR FRIEND
Registration Number:	3563723	PAUL FRANK
Registration Number:	3500209	PLANNED PINES
Registration Number:	2755205	
Registration Number:	3186381	
Registration Number:	3076628	SMALL PAUL
Registration Number:	3614027	SMALL PAUL
Registration Number:	3117529	SMALL PAUL BY PAUL FRANK
Registration Number:	3024237	SMALL PAUL BY PAUL FRANK
Registration Number:	2516477	
Registration Number:	2551716	
Serial Number:	77951760	JULIUS
Serial Number:	77886855	SMALL PAUL
Registration Number:	2849086	

#### CORRESPONDENCE DATA

Fax Number: (310)201-4448

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 3102017549

Email: jsaivar@ggfirm.com

Correspondent Name: Jesse Saivar

Address Line 1: 1900 Avenue of the Stars, 21st Floor

Address Line 4: Los Angeles, CALIFORNIA 90067

NAME OF SUBMITTER:

Rami S. Yanni

Signature:

/RAMI S. YANNI/

Date:

09/07/2010

Total Attachments: 4

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# Delaware

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*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 MERGER, WHICH MERGES:

"PAUL FRANK INDUSTRIES, INC.", A CALIFORNIA CORPORATION,  
WITH AND INTO "SABAN PROPERTIES USA LLC" UNDER THE NAME OF  
"PAUL FRANK INDUSTRIES LLC", A LIMITED LIABILITY COMPANY  
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,  
AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF  
AUGUST, A.D. 2010, AT 7:55 O'CLOCK P.M.

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100833113

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: 8175233

DATE: 08-16-10

TRADEMARK  
REEL: 004273 FRAME: 0121

CERTIFICATE OF MERGER

OF

PAUL FRANK INDUSTRIES, INC.

AND

SABAN PROPERTIES USA LLC

It is hereby certified on this 16th day of August, 2010 that:

1. The constituent business entities participating in the merger herein certified are:

(i) Paul Frank Industries, Inc., which is incorporated under the laws of the State of California; and

(ii) Saban Properties USA LLC, which is organized under the laws of the State of Delaware.

2. An Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent entities in accordance with the provisions of subsection (b) of Section 18-209 of the Delaware Limited Liability Company Law, to wit, by Paul Frank Industries, Inc. in accordance with the laws of the State of its incorporation and by Saban Properties USA LLC in the same manner as is provided in the Delaware General Limited Liability Company Law.

3. The name of the surviving limited liability company in the merger herein certified is Saban Properties USA LLC, which will continue its existence as said surviving limited liability company under the name Paul Frank Industries LLC upon the effective date of said merger pursuant to the provisions of the Delaware Limited Liability Company Law.

4. The Certificate of Organization of Saban Properties USA LLC, as now in force and effect, shall continue to be the Certificate of Organization of said surviving limited liability company until amended and changed pursuant to the provisions of the Delaware Limited Liability Company Law.

5. The executed Agreement of Merger between the aforesaid constituent business entities is on file at the principal place of business of the aforesaid surviving limited liability company, the address of which is as follows:

Saban Properties USA LLC  
c/o Saban Capital Group Inc.  
10100 Santa Monica Blvd, Ste 2600

Los Angeles, CA 90067

6. A copy of the aforesaid Agreement of Merger will be furnished by the aforesaid surviving limited liability company, on request, and without cost, to any stockholder of extinguishing foreign corporation or any member of the limited liability company.

Executed as of the date first above written.

SABAN PROPERTIES USA LLC,  
a Delaware Limited Liability Company



By: \_\_\_\_\_

Name: Adam Chesnoff

Title: Managing Director

Delaware Certificate of Merger