

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
A&E Television Networks		09/10/2009	JOINT VENTURE: NEW YORK
<b>RECEIVING PARTY DATA</b>			
Name:	A&E TELEVISION NETWORKS MERGE CO., LLC		
Street Address:	235 EAST 45TH STREET		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	LIMITED LIABILITY COMPANY: NEW YORK		
<b>PROPERTY NUMBERS Total: 1</b>			
Property Type	Number	Word Mark	
Serial Number:	74272111	A&E CLASSROOM	
<b>CORRESPONDENCE DATA</b>			
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:	c/oSonnenschein Nath & Rosenthal LLP		
Address Line 2:	P.O. Box #061080, Wacker Drive Station,		
Address Line 4:	Chicago, ILLINOIS 60606-1080		
ATTORNEY DOCKET NUMBER:	21602608-1428		
NAME OF SUBMITTER:	Monica B. Richman- Attorney of record		
Signature:	/monica b. richman/		
Date:	10/12/2010		

OP \$40.00 74272111

Total Attachments: 4

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**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  
February 8, 2010.



A handwritten signature in black ink, appearing to read "D. Shapiro", is written over the seal.

Daniel E. Shapiro  
First Deputy Secretary of State

CERTIFICATE OF RESERVATION

ENTITY NAME: A&E TELEVISION NETWORKS MERGE CO., LLC

090910000618

DOCUMENT TYPE: RESERVATION (DOM LLC)

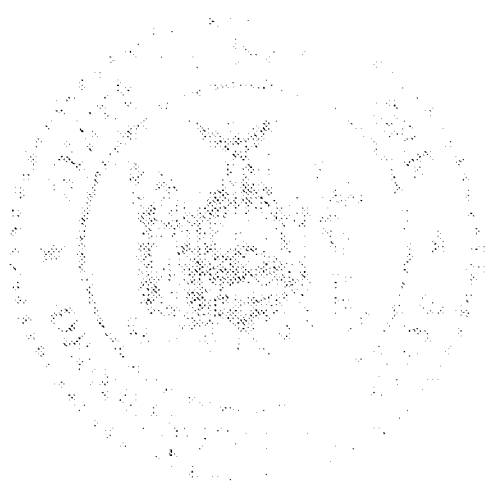
FILED:09/01/2009 DURATION:11/02/2009 CASH#:090901000912 FILM #:090901000843

FILER:

AMY BROWN  
NATIONAL CORPORATE RESEARCH, LTD.  
1107 9TH STREET SUITE 1025  
SACRAMENTO, CA 95814

ADDRESS FOR PROCESS:

REGISTERED AGENT:



\*\* SUBMIT RECEIPT WHEN FILING CERTIFICATE \*\*  
APPLICANT NAME : AMY BROWN

SERVICE COMPANY: ALBANY CORPORATE RESEARCH LTD. - 41

SERVICE CODE: 41

FEEs            45.00  
-----  
FILING           20.00  
TAX               0.00  
CERT              0.00  
COPIES           0.00  
HANDLING        25.00

PAYMENTS       45.00  
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CASH              0.00  
CHECK             0.00  
CHARGE            0.00  
DRAWDOWN        45.00  
OPAL               0.00  
REFUND            0.00

DOS-1025 (04/2007)

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TRADEMARK  
REEL: 004294 FRAME: 0696

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 CONVERSION  
OF

A&E Television Networks

*(Insert Name of Partnership/Limited Partnership)*

TO

A&E Television Networks Merge Co., LLC

*(Insert Name of Limited Liability Company)*

Under Section 1006 of the Limited Liability Company Law

FIRST: The name of the limited liability company is:

A&E Television Networks Merge Co., LLC

SECOND: The (~~partnership/limited partnership~~) was, in accordance with the provisions of the Limited Liability Company Law, duly converted to a limited liability company.

*(Please note: The conversion of a limited partnership to a limited liability company does not become effective until a certificate of cancellation is filed for the limited partnership. See LLCL §1006(f)&(g) and PL §121-203.)*

THIRD: The name of the (~~partnership/limited partnership~~) was:

A&E Television Networks

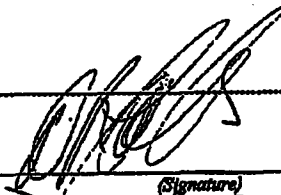
In the case of a limited partnership, the date its initial certificate of limited partnership was filed by the Department of State is: \_\_\_\_\_

FOURTH: The county within this state in which the office of the limited liability company is to be located is: New York County

FIFTH: The Secretary of State is designated as the agent of the 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 process against the limited liability company served upon him or her is:

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

X



*(Signature)*

Douglas P. Jacobs

*(Type or print name)*

**Authorized Person**

*(Title of signer)*

NCR-26

090910000618

CERTIFICATE OF CONVERSION  
OF

A&E Television Networks

*(Insert Name of Partnership/Limited Partnership)*

TO

A&E Television Networks Merge Co., LLC

*(Insert Name of Limited Liability Company)*

Under Section 1006 of the Limited Liability Company Law

Filed by: Irell & Manella LLP

*(Name)*

1800 Avenue of the Stars, Suite 900

*(Mailing address)*

Los Angeles, CA 90067

*(City, State and ZIP code)*

ms ok

NOTE: This form was prepared by the New York State Department of State for filing a certificate of conversion of a partnership or limited partnership to a newly formed limited liability company. 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 \$200 filing fee made payable to the Department of State.

*(For office use only)*

FILED

2009 SEP 10 PM 1:00

ICC

STATE OF NEW YORK  
DEPARTMENT OF STATE

FILED SEP 10 2009

TAX \$ \_\_\_\_\_

BY: MP

Drawdown

2009 SEP 10 PM 12:51

2009 SEP 10 AM 10:30

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