

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	05/31/2010		
<b>CONVEYING PARTY DATA</b>			
Name	Formerly	Execution Date	Entity Type
Hillclimb Media, Inc.		05/25/2010	CORPORATION: WASHINGTON
<b>RECEIVING PARTY DATA</b>			
Name:	Demand Media, Inc.		
Street Address:	1299 Ocean Avenue		
City:	Santa Monica		
State/Country:	CALIFORNIA		
Postal Code:	90401		
Entity Type:	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
Property Type	Number	Word Mark	
Registration Number:	2517077	FLOWGO	
Registration Number:	2991274	ARCADETOWN	
<b>CORRESPONDENCE DATA</b>			
Fax Number:	(312)456-8435		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	312.456.8400		
Email:	maierse@gtlaw.com, chiipmail@gtlaw.com		
Correspondent Name:	Eric J. Maiers, Greenberg Traurig, LLP		
Address Line 1:	77 W. Wacker Drive		
Address Line 2:	Suite 3100		
Address Line 4:	Chicago, ILLINOIS 60601		
ATTORNEY DOCKET NUMBER:	104128.208400		
NAME OF SUBMITTER:	Eric J. Maiers		

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**900186694**

**TRADEMARK  
 REEL: 004499 FRAME: 0525**

Signature:	/Eric J. Maiers/
Date:	03/17/2011
Total Attachments: 3 source=certofmerger#page1.tif source=certofmerger#page2.tif source=certofmerger#page3.tif	

# 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:

"HILLCLIMB MEDIA, INC.", A WASHINGTON CORPORATION,  
WITH AND INTO "DEMAND MEDIA, INC." UNDER THE NAME OF "DEMAND MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MAY, A.D. 2010, AT 4:34 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF MAY, A.D. 2010.

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

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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: 8026829

DATE: 06-01-10

TRADEMARK  
REEL: 004499 FRAME: 0527

**STATE OF DELAWARE**  
**CERTIFICATE OF OWNERSHIP**  
**MERGING**  
**HILLCLIMB MEDIA, INC.**  
**INTO**  
**DEMAND MEDIA, INC.**

(Pursuant to Section 253 of the General Corporation Law of Delaware)

Demand Media, Inc., a corporation incorporated on the 23rd day of March, 2006, pursuant to the provisions of the General Corporation Law of the State of Delaware;

**DOES HEREBY CERTIFY** that this corporation owns 100% of the capital stock of HillClimb Media, Inc., a corporation incorporated on the 2nd day of November, 1999 A.D., pursuant to the provisions of the Revised Code of Washington and that this corporation, by a resolution of its Board of Directors duly adopted at a meeting held on the 5th day of May, 2010 A.D., determined to and did merge into itself said HillClimb Media, Inc. which resolution is in the following words to wit:

**WHEREAS** this corporation lawfully owns 100% of the outstanding stock of HillClimb Media, Inc., a corporation organized and existing under the laws of Washington; and

**WHEREAS** this corporation desires to merge into itself the said HillClimb Media, Inc., and to be possessed of all the estate, property, rights, privileges and franchises of said corporation;

**NOW, THEREFORE, BE IT RESOLVED**, that this corporation merge into itself said HillClimb Media, Inc. and assumes all of its liabilities and obligations; and

**FURTHER RESOLVED**, that an authorized officer of this corporation be and he or she is hereby directed to make and execute a certificate of ownership setting forth a copy of the resolution to merge said HillClimb Media, Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of New Castle County; and

**FURTHER RESOLVED**, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware; which may be in any way necessary or proper to effect said merger; and

**FURTHER RESOLVED**, that the merger shall become effective on the 31<sup>st</sup> day of May 2010 A.D.; and

**FURTHER RESOLVED**, that anything herein or elsewhere to the contrary notwithstanding, this merger may be amended or terminated and abandoned by the Board of Directors of Demand Media, Inc. at any time prior to the time that this merger filed with the Secretary of State becomes effective.

**IN WITNESS WHEREOF**, said parent corporation has caused its corporate seal to be affixed and this Certificate to be signed by an authorized officer this 25th day of May, 2010 A.D.

By:   
Matthew Polesetsky, Secretary