

04/18/2011



Form PTO-1594 (Rev 03-11)
OMB Collection 0651-0027 (exp 03/31/201

103623291

U S DEPARTMENT OF COMMERCE
nted States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U S Patent and Trademark Office Please record the attached documents or the new address(es) below

1. Name of conveying party(ies):

NBC SPORTS VENTURES, INC.

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: Delaware
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name NBC SPORTS VENTURES LLC

Internal Address _____

Street Address 30 Rockefeller Plaza

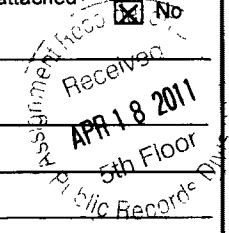
City New York

State New York

Country: _____ Zip 10112

- Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____

Other limited liability co Citizenship Delaware
If assignee is not domiciled in the United States, a domestic representative designation is attached Yes No
(Designations must be a separate document from assignment)



3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) January 20, 2011

- Assignment Merger
 Security Agreement Change of Name
 Other conversion to limited liability co

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A Trademark Application No (s) _____

B Trademark Registration No (s)

2801618

Additional sheet(s) attached? Yes No

C Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown)

5. Name & address of party to whom correspondence concerning document should be mailed:

Name Anne B. Nielsen

Internal Address 1280/6

Street Address 100 Universal City Plaza

City Universal City

State CA Zip 91608

Phone Number 818-777-6447

Fax Number: 818-866-1426

Email Address anne.nielsen@nbcuni.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$40.00

- Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Anne B. Nielsen
Signature

4-13-2011
Date

Total number of pages including cover sheet, attachments, and document

4

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK
REEL: 004532 FRAME: 0075

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NBC SPORTS VENTURES, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NBC SPORTS VENTURES, INC." TO "NBC SPORTS VENTURES LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JANUARY, A.D. 2011, AT 10:14 O'CLOCK A.M.

0927454 8100V

110056331

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8505751

DATE: 01-20-11

TRADEMARK
REEL: 004532 FRAME: 0076

CERTIFICATE OF CONVERSION OF
NBC SPORTS VENTURES, INC. TO
NBC SPORTS VENTURES LLC

This Certificate of Conversion, dated as of Jan 20th, 2011, has been duly executed and is being filed by NBC Sports Ventures, Inc., a Delaware corporation (the "Converting Corporation"), to convert the Converting Corporation to NBC Sports Ventures LLC (the "Resulting LLC") under the applicable provisions of Delaware Limited Liability Company Act (6 Del. C § 18-101, et seq.) and the General Corporation Law of Delaware (8 Del. C. § 101, et seq.) (the "DGCL").

1. The Converting Corporation was first incorporated on December 3, 1981 by means of filing a certificate of incorporation with the Secretary of State of the State of Delaware. The jurisdiction of the Converting Corporation at the time it was first time incorporated was the State of Delaware. The jurisdiction of the Converting Corporation immediately prior to the filing of this Certificate of Conversion is the State of Delaware.

2. The name of Converting Corporation immediately prior to the filing of this Certificate of Conversion is NBC Sports Ventures, Inc.

3. The name of the limited liability company into which the Converting Corporation shall be converted, as set forth in the limited liability company's certificate of formation, which is being filed concurrently with the Certificate of Conversion, is NBC Sports Ventures LLC.

4. The conversion of the Converting Corporation to the Resulting LLC has been approved in accordance with the provisions of Sections 228 and 266 of the DGCL.

[Remainder of page intentionally left blank]

Signature Page to Certificate of Conversion

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Conversion to be executed as of the date first written above.

The "Converting Corporation":

NBC SPORTS VENTURES, INC.
a Delaware corporation

By: /s/ Gabriela Kornzweig

Name: Gabriela Kornzweig

Title: Assistant Secretary