

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		CHANGE OF NAME	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vice Magazine Publishing USA Inc.		01/05/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Vice Media Inc.		
Street Address:	97 North 10th Street		
City:	Brooklyn		
State/Country:	NEW YORK		
Postal Code:	11211		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85173606	NOISEY	
CORRESPONDENCE DATA			
Fax Number:	(650)687-1201		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	650 833 2373		
Email:	tmdocket@dlapiper.com, barbara.ellen@dlapiper.com		
Correspondent Name:	Paul A. McLean, Esq. DLA Piper LLP		
Address Line 1:	2000 University Avenue		
Address Line 4:	East Palo Alto, CALIFORNIA 94303		
NAME OF SUBMITTER:	Paul A. McLean, Esq.		
Signature:	/Paul A. McLean/		
Date:	08/15/2011		
Total Attachments: 2			
source=Vice name change#page1.tif			
source=Vice name change#page2.tif			

CH \$40.00 85173606

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 AMENDMENT OF "VICE MAGAZINE PUBLISHING USA INC.", CHANGING ITS NAME FROM "VICE MAGAZINE PUBLISHING USA INC." TO "VICE MEDIA INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF JANUARY, A.D. 2011, AT 6:12 O'CLOCK P.M.

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

3025192 8100

110015449

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8479682

DATE: 01-07-11

TRADEMARK
REEL: 004605 FRAME: 0385

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:08 PM 01/05/2011
FILED 06:12 PM 01/05/2011
SRV 110015449 - 3025192 FILE

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
VICE MAGAZINE PUBLISHING USA INC.
A DELAWARE CORPORATION**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: By joint unanimous consent of the Stockholder and Board of Directors of Vice Magazine Publishing USA Inc. (the "Consent"), resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation. The Consent sets forth the proposed amendment as follows:

The Certificate of Incorporation of Vice Magazine Publishing USA Inc. is hereby amended by deleting Paragraph 1 in its entirety and substituting in lieu thereof the following:


"1. The name of the corporation is VICE MEDIA INC."

SECOND: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware, pursuant to the Consent.

THIRD: That the effective date of said amendment shall be January 5, 2011.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Incorporation of Vice Magazine Publishing USA Inc. on the 31st day of December, 2010.

VICE MAGAZINE PUBLISHING USA INC.,
a Delaware corporation

By: 
Name: SHANE SMITH
Title: PRESIDENT

FTL 107,941,846v2