

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	06/30/2010		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Egami Media, Inc.		06/30/2010	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Image Entertainment, Inc.		
Street Address:	20525 NORDHOFF STREET, SUITE 200		
City:	CHATSWORTH		
State/Country:	CALIFORNIA		
Postal Code:	91311		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3250436	EGAMI MEDIA A SUBSIDIARY OF IMAGE ENTERTAINMENT	
CORRESPONDENCE DATA			
Fax Number:	(206)359-9000		
Phone:	206-359-8000		
Email:	pctrademarks@perkinscoie.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	James L. Vana		
Address Line 1:	1201 Third Avenue, Suite 4800		
Address Line 4:	Seattle, WASHINGTON 98101-3099		
ATTORNEY DOCKET NUMBER:	69493-4000.0000.GX55		
NAME OF SUBMITTER:	Jeffrey Nelson		
Signature:	/Jeffrey A Nelson/		

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TRADEMARK
 REEL: 004642 FRAME: 0056

Date:

10/14/2011

Total Attachments: 2

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**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
IMAGE ENTERTAINMENT (UK), INC. AND EGAMI MEDIA, INC.
INTO
IMAGE ENTERTAINMENT, INC.**

Pursuant to Section 253 of the
General Corporation Law of the State of Delaware

Image Entertainment, Inc., a Delaware corporation ("Image"), does hereby certify to the following facts relating to the merger (the "Merger") of Image Entertainment (UK), Inc., a Delaware corporation ("UK"), and Egami Media, Inc., a Delaware corporation ("Egami") with and into Image, with Image remaining as the surviving corporation of the Merger (the "Surviving Corporation"):

- FIRST: Image, UK and Egami are incorporated pursuant to the General Corporation Law of the State of Delaware ("DGCL"). Image, UK and Egami are the constituent corporations in the Merger.
- SECOND: Image owns all of the outstanding shares of common stock of UK. UK has no shares of any other class or series outstanding.
- THIRD: Image owns all of the outstanding shares of common stock of Egami. Egami has no shares of any other class or series outstanding.
- FOURTH: Image, by the following resolutions of its Board of Directors, duly adopted on June 15, 2010, determined to merge into itself UK and Egami on the conditions set forth in such resolutions:

"WHEREAS, this Board of Directors desires to approve the merger of Image Entertainment (UK), Inc., and Egami Media, Inc., both being wholly-owned Delaware subsidiaries of the Company (the "Subsidiaries"), with and into the Company, and to establish the terms and conditions of such merger in accordance with the provisions of the Delaware General Corporation Law.

NOW, THEREFORE, BE IT RESOLVED, that the merger of the Subsidiaries with and into the Company, pursuant to the provisions of Section 253 of the Delaware General Corporation Law and the provisions set forth in these resolutions, is hereby approved;

RESOLVED FURTHER, that, effective on June 30, 2010 (the "Effective Date"), the identity, existence, purposes, powers, objects, franchises, privileges, rights and immunities of the Company shall continue in effect and unimpaired by the merger, and the corporate franchises, existence and rights of each of the Subsidiaries shall be merged into the Company, and the Company

shall, as the surviving corporation, be fully vested therewith; and further, that the separate existence and corporate organization of each of the Subsidiaries shall cease as of the Effective Date, except as they may continue by statute;

RESOLVED FURTHER, that, as of the Effective Date, all shares of the issued and outstanding common stock of each of the Subsidiaries held by the Company shall be cancelled;

RESOLVED FURTHER, that the Certificate of Incorporation of the Company shall continue to be the Certificate of Incorporation of the Company as the surviving corporation and shall remain in effect until it shall be amended or altered in accordance with the provisions thereof;

RESOLVED FURTHER, that the Bylaws of the Company shall continue to be the Bylaws of the Company as the surviving corporation and shall remain in effect until they shall be amended or altered in accordance with the provisions thereof;

RESOLVED FURTHER, that the members of the Board of Directors and the officers of the Company immediately prior to the Effective Date shall, at and after the Effective Date, continue to be the members of the Board of Directors and officers of the Company; and

RESOLVED FURTHER, that the officers of the Company are hereby authorized and directed to execute and cause the filing of such certificates and documents as may be required to effect the merger, including, without limitation, a Certificate of Ownership and Merger for filing with the Secretary of State of the State of Delaware, and to take such other action as may be necessary to effectuate the merger and the actions contemplated hereby in any and all jurisdictions where such filings or other actions shall be required."

FIFTH: This filing shall be effective on June 30, 2010.

IN WITNESS WHEREOF, Image Entertainment, Inc. has caused this Certificate of Ownership and Merger to be executed by its duly authorized officer as of June 15, 2010.

IMAGE ENTERTAINMENT, INC., a
Delaware corporation

By: 
John P. Avagliano, COO and CFO