

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/09/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Stylecaster Media Group, LLC.		09/09/2011	LIMITED LIABILITY COMPANY: NEW YORK

RECEIVING PARTY DATA

Name:	Stylecaster Media Group, LLC.
Street Address:	49 West 27th Street
Internal Address:	Studio A
City:	New York
State/Country:	NEW YORK
Postal Code:	10001
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Registration Number:	3992569	SC
Registration Number:	3986667	MASTHEAD
Registration Number:	3681423	STYLECASTER
Registration Number:	3734636	STYLECASTER

CORRESPONDENCE DATA

Fax Number: (212)479-6275
 Phone: 2124796467
 Email: trademarks@cooley.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: Karen K. Won
 Address Line 1: 777 6th Street
 Address Line 2: Suite 1100

CH \$115.00 3992569

900204799

**TRADEMARK
 REEL: 004642 FRAME: 0972**

Address Line 4: Washington, DISTRICT OF COLUMBIA 20001

NAME OF SUBMITTER: Karen K. Won

Signature: /kkw/

Date: 10/17/2011

Total Attachments: 7

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FILING RECEIPT

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ENTITY NAME: STYLECASTER MEDIA GROUP LLC

DOCUMENT TYPE: MERGER (UNAUTHORIZED LLC)
PROCESS

COUNTY: UNKN

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FILED:09/09/2011 DURATION:***** CASH#:110909000838 FILM #:110909000755

FILER:

EFFECT DATE

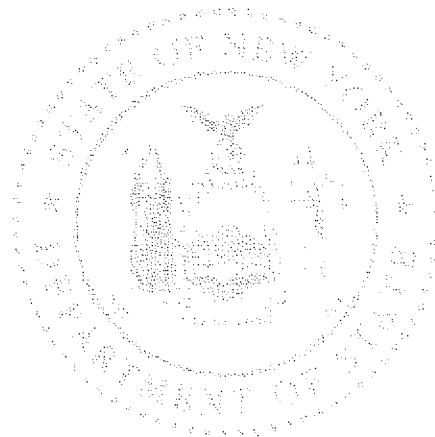
COOLEY LLP
46TH FLOOR
1114 AVENUE OF THE AMERICAS
NEW YORK, NY 10036

09/09/2011

ADDRESS FOR PROCESS:

THE LLC
49 WEST 27TH STREET, STUDIO A
NEW YORK, NY 10001

REGISTERED AGENT:



CONSTITUENT NAME: STYLECASTER MEDIA GROUP LLC

=====
SERVICE COMPANY: UNITED CORPORATE SERVICES - 37

SERVICE CODE: 37

FEEs 370.00

FILING 60.00
TAX 0.00
CERT 0.00
COPIES 10.00
HANDLING 300.00

PAYMENTS 370.00

CASH 0.00
CHECK 0.00
CHARGE 0.00
DRAWDOWN 370.00
OPAL 0.00
REFUND 0.00

=====
STYLE40343

TRADEMARK 09/09/2011 (04/2007)

REEL: 004642 FRAME: 0974

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 September 9, 2011.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

110909000755

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 MERGER
OF

StyleCaster Media Group LLC

(Insert Name of Domestic Entity)

AND

StyleCaster Media Group LLC

(Insert Name of Foreign Limited Liability Company)

INTO

StyleCaster Media Group LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

FIRST: The name (and if the name has been changed, the name under which it was formed) and jurisdiction of formation or organization of each limited liability company or other business entity that is to merge is:

StyleCaster Media Group LLC, a New York limited liability company and
StyleCaster Media Group LLC, a Delaware limited liability company

SECOND: For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with Department of State is:

January 8, 2007

THIRD: For each foreign limited liability company and foreign other business entity, the jurisdiction and date of filing of its original articles of organization or formation document and the date when its application for authority was filed with the Department of State is (if no such application has been filed, a statement to such effect and a statement that the foreign surviving limited liability company is not to do business in this state until it has filed an application for authority with the Department of State):

Delaware, May 27, 2011. No application for authority has been filed with the Department of State and the foreign surviving limited liability company is not to do business in New York until it has filed such application.

FOURTH: The agreement of merger has been approved and executed by each domestic limited liability company or other business entity that is to merge.

FIFTH: The name of the surviving foreign limited liability company is:

StyleCaster Media Group LLC

SIXTH: (optional) The future effective date of the merger, which does not exceed 30 days from the date of filing, is:

SEVENTH: The surviving foreign limited liability company may be served with process in this state in any action or special proceeding for the enforcement of any liability or obligation of any domestic limited liability company, domestic business corporation or domestic other business entity previously amenable to suit in this state that is to merge and for the enforcement that is provided in the Limited Liability Company Law of the right of members of any domestic limited liability company, shareholders of any domestic business corporation or owners of any domestic other business entity to receive payment for their interests against the surviving foreign limited liability company.

EIGHTH: Pursuant to Section 623 of the Business Corporation Law, Section 1005 of the Limited Liability Company Law or any applicable statute, the surviving foreign limited liability company will promptly pay to the shareholders of each domestic business corporation, members of each domestic limited liability company or owners of any constituent other business entity the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, Limited Liability Company Law and any applicable statute relating to the right of shareholders, members and owners to receive payment for their interest.

NINTH: The Secretary of State is designated as agent of the foreign 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 any process served upon him or her is:

49 West 27th Street, Studio A, New York, NY 10001

TENTH: This merger is permitted by the jurisdiction of incorporation or organization for each foreign other business entity and foreign limited liability company and is in compliance therewith.

ELEVENTH: The agreement of merger is on file at the following place of business of the surviving foreign limited liability company:

49 West 27th Street, Studio A, New York, NY 10001

TWELFTH: A copy of the agreement of merger will be furnished by the surviving foreign limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

StyleCaster Media Group LLC

(Name of Domestic Entity)

X /s/ Ari Goldberg

(Signature)

Ari Goldberg

(Type or print name)

Chief Executive Officer /Authorized Person

(Title of signer)

StyleCaster Media Group LLC

(Name of Foreign Limited Liability Company)

X /s/ Ari Goldberg

(Signature)

Ari Goldberg

(Type or print name)

Chief Executive Officer /Authorized Person

(Title of signer)

UNI-37

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CERTIFICATE OF MERGER
OF

StyleCaster Media Group LLC

(Insert Name of Domestic Entity)

AND

StyleCaster Media Group LLC

(Insert Name of Foreign Limited Liability Company)

INTO

StyleCaster Media Group LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

Filed by: Cooley LLP

(Name)

1114 Avenue of the Americas, 46th Floor

(Mailing address)

New York, NY 10036-7798

(City, State and ZIP code)

Customer Ref.# STYLE40343

100
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 09 2011

TAX \$

BY: mmk

2011 SEP 09 PM 2:08

NOTE: This form was prepared by the New York State Department of State for filing a certificate of merger with a foreign limited liability company survivor. 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 \$60 filing fee made payable to the Department of State.

(For office use only)

RECEIVED

2011 SEP -9 PM 1:37

DRAWDOWN

TRADEMARK
REEL: 004642 FRAME: 0978

838

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 MERGER, WHICH MERGES:

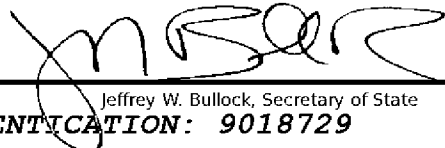
"STYLECASTER MEDIA GROUP LLC", A NEW YORK LIMITED LIABILITY COMPANY,

WITH AND INTO "STYLECASTER MEDIA GROUP LLC" UNDER THE NAME OF "STYLECASTER MEDIA GROUP LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINTH DAY OF SEPTEMBER, A.D. 2011, AT 1:06 O'CLOCK P.M.

4989447 8100M

110992366




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9018729

DATE: 09-09-11

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

TRADEMARK
REEL: 004642 FRAME: 0979

State of Delaware
Certificate of Merger of a Foreign Limited Liability Company
into a Domestic Limited Liability Company

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

First: The name of the surviving Limited Liability Company is StyleCaster
Media Group LLC, a Delaware Limited Liability Company.

Second: The name of the Limited Liability Company being merged into this surviving
Limited Liability Company is StyleCaster Media Group LLC.
The jurisdiction in which this Limited Liability Company was formed is New York.

Third: The Agreement of Merger has been approved and executed by both Limited
Liability Companies.

Fourth: The name of the surviving Limited Liability Company is _____
StyleCaster Media Group LLC

Fifth: The executed agreement of merger is on file at _____
49 West 27th Street, Studio A, New York, NY 10001,
the principal place of business of the surviving Limited Liability Company.

Sixth: A copy of the agreement of merger will be furnished by the surviving Limited
Liability Company on request, without cost, to any member of the Limited Liability
Company or any person holding an interest in any other business entity which is to merge
or consolidate.

IN WITNESS WHEREOF, said Limited Liability Company has caused this certificate
to be signed by an authorized person, this 9th day of September, A.D., 2011.

By: /s/ Ari Goldberg

Authorized Person

Name: Ari Goldberg, CEO

Print or Type