

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/06/2011

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
PLAYERGRID INC.		05/04/2011	CORPORATION: NEW YORK

RECEIVING PARTY DATA

Name:	PLAYERGRID LLC
Street Address:	1301 EAST BROWARD BLVD., SUITE 330
City:	FORT LAUDERDALE
State/Country:	FLORIDA
Postal Code:	33301
Entity Type:	LIMITED LIABILITY COMPANY: FLORIDA

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	85279700	BE IN THE GAME, GET ON THE GRID
Serial Number:	85285791	NO GREY AREAS
Serial Number:	85291646	SPARTAN - X
Serial Number:	85302909	GET ON THE GRID

CORRESPONDENCE DATA

Fax Number: (972)479-0464
 Phone: 9724790462
 Email: TRADEMARKS@DALPAT.COM
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Correspondent Name: JOHN J. ARNOTT
 Address Line 1: P.O. BOX 741715
 Address Line 4: DALLAS, TEXAS 75374-1715

ATTORNEY DOCKET NUMBER: VMPG-30925-30928

TRADEMARK

900207594

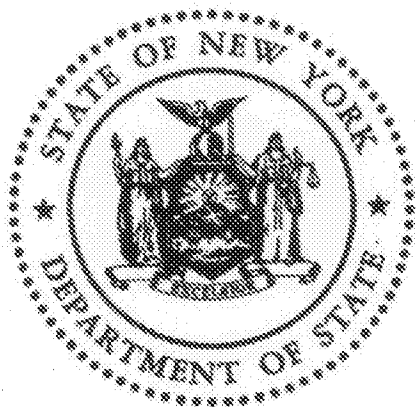
REEL: 004664 FRAME: 0393

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NAME OF SUBMITTER:	JOHN J. ARNOTT
Signature:	/John J. Arnott Reg. #39095/
Date:	11/21/2011
Total Attachments: 4 source=VMP31000 Certificate of Merger#page1.tif source=VMP31000 Certificate of Merger#page2.tif source=VMP31000 Certificate of Merger#page3.tif source=VMP31000 Certificate of Merger#page4.tif	

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 May 6, 2011.

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

Daniel E. Shapiro
First Deputy Secretary of State

Rev. 06/07

110506000076

New York State
Department of State
Division of Corporations, State Records and Uniform Commercial Code
One Commerce Plaza, 99 Washington Avenue
Albany, NY 12211
www.dos.state.ny.us

CERTIFICATE OF MERGER
OF
Playergrid Inc.

(Insert Name of Domestic Entity)

AND

Playergrid LLC

(Insert Name of Foreign Limited Liability Company)

INTO

Playergrid 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:

Playergrid Inc. - formed in New York
Playergrid LLC - formed in Florida

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:

Playergrid Inc. - filed on November 12, 2009

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).
An Application for Authority has not been filed with the Department of State and the company will not conduct business in New York until it has filed this Application for Authority.

Playergrid LLC - filed on April 5, 2011

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:
Playergrid 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:

1301 East Broward Blvd., Suite 330, Fort Lauderdale, FL 33301

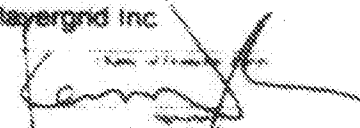
TENTH: This merger is permitted by the jurisdiction of incorporation or organization for each foreign other business entity and foreign limited liability company and is in compliance therewith.


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

Playergrid LLC

1301 East Broward Blvd., Suite 330, Fort Lauderdale, FL 33301

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.

Playergrid Inc
X 
KEVIN DOYLE
PRESIDENT

Playergrid LLC
X 
CHUCK BALLEW
MANAGER

110506000 076

CERTIFICATE OF MERGER

OF

Playergrid Inc.

(Insert Name of Domestic Entity)

AND

Playergrid LLC

(Insert Name of Foreign Limited Liability Company)

INTO

Playergrid LLC

(Insert Name of Foreign Limited Liability Company)

Under Section 1003 of the Limited Liability Company Law

RECEIVED
2011 MAY -9 PM 1:10

PARASEC

(Name)

2140 S. DUPONT HIGHWAY

(Mailing address)

CAMDEN, DE 19934

(City, State and ZIP code)

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED MAY 06 2011

TAXS

BY: MMZ

RECEIVED
2011 MAY -8 8:51

NOTE: This form was prepared by the New York State Department of State for filing a certificate of merger with a 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.

(Office use only)

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2011 MAY -4 PM 3:07

DRAWDOWN
DELANEY #30

DS-1200 (Rev. 5/08)

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