

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/29/2011		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Mall Acquisition 3, Inc.		12/29/2011
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	ECOST, LLC		
Street Address:	1940 E. Maripos Ave.		
City:	El Segundo		
State/Country:	CALIFORNIA		
Postal Code:	90504		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 12			
	Property Type	Number	Word Mark
	Registration Number:	2762044	ECOST
	Registration Number:	2588881	ECOST.COM
	Registration Number:	2945705	BARGAIN COUNTDOWN
	Registration Number:	3097084	ECOST.COM
	Registration Number:	3043510	ECOST
	Registration Number:	3720709	ECOST
	Registration Number:	3579553	ECOST.COM
	Registration Number:	3538572	ECOST.COM YOUR ONLINE DISCOUNT SUPERSTORE!
	Registration Number:	3200422	DIGI SOUNDCENTER
	Registration Number:	3276482	BARGAIN COUNTDOWN PLATINUM CLUB
	Registration Number:	3096896	ECOST
	Registration Number:	3166819	ECOST.COM
CORRESPONDENCE DATA			

900212096

TRADEMARK
 REEL: 004697 FRAME: 0830

CH \$315.00 2762044

Fax Number: (415)268-7522
Phone: 415 268 6538
Email: mwadsworth@mofo.com

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Jennier Lee Taylor
Address Line 1: Morrison & Foerster LLP
Address Line 2: 425 Market Street
Address Line 4: San Francisco, CALIFORNIA 94105-2482

ATTORNEY DOCKET NUMBER:	27964-2400000
NAME OF SUBMITTER:	Jennifer Lee Taylor
Signature:	/Jennifer Lee Taylor/
Date:	01/12/2012

Total Attachments: 3
source=27964-Merger all Acquisition 3 Inc to eCost, LLC#page1.tif
source=27964-Merger all Acquisition 3 Inc to eCost, LLC#page2.tif
source=27964-Merger all Acquisition 3 Inc to eCost, LLC#page3.tif

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:

"MALL ACQUISITION 3, INC.", A DELAWARE CORPORATION,
WITH AND INTO "ECOST, LLC" UNDER THE NAME OF "ECOST, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2011, AT 8:06 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2011.

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

4959185 8100M

111353713




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9274005

DATE: 01-05-12

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

TRADEMARK
REEL: 004697 FRAME: 0832

**CERTIFICATE OF MERGER
OF
MALL ACQUISITION 3, INC.
WITH AND INTO
ECOST, LLC**

Pursuant to Section 264(c) of the Delaware General Corporation Law (the “*DGCL*”) and Section 18-209(c) of the Delaware Limited Liability Company Act (the “*LLC Act*”), eCost, LLC, a Delaware limited liability company (“*eCost*”), hereby certifies the following information relating to the merger (the “*Merger*”) of Mall Acquisition 3, Inc., a Delaware corporation (“*Mall Acquisition 3*”), with and into eCost:

FIRST: The names and jurisdiction of formation or incorporation, as applicable, of the constituent entities in the Merger are:

<u>Name</u>	<u>Jurisdiction</u>
eCost, LLC	Delaware
Mall Acquisition 3, Inc.	Delaware

SECOND: The Agreement and Plan of Merger, by and between Mall Acquisition 3 and eCost, effective on December 31, 2011 (the “*Merger Agreement*”), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by Mall Acquisition 3 and eCost in accordance with the requirements of Section 264 of the DGCL and Section 18-209 of the LLC Act.

THIRD: The name of the surviving entity in the Merger is eCost, LLC (the “*Surviving Company*”).

FOURTH: This Certificate of Merger, and the Merger provided for herein, shall become effective as of 11:59 p.m. on December 31, 2011 (the “*Effective Time*”) in accordance with the LLC Act and the DGCL.

FIFTH: The Certificate of Formation of eCost as in effect immediately prior to the Effective Time shall, from and after the Effective Time, without any further action on the part of the parties, be the Certificate of Formation of the Surviving Company, and such Certificate of Formation will continue in full force and effect until duly amended in accordance with the terms thereof and in accordance with the LLC Act.

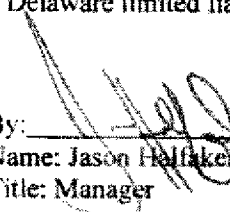
SIXTH: The executed Merger Agreement is on file at 1940 E. Mariposa Avenue, El Segundo, California 90245, the principal place of business of the Surviving Company.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Company, on request and without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

* * *

IN WITNESS WHEREOF, eCost, LLC has caused this Certificate of Merger to be executed by the undersigned duly authorized person on this 29 day of December, 2011.

ECOST, LLC,
a Delaware limited liability company

By: 
Name: Jason Hallaker
Title: Manager

IRI-20216v3

RECORDED: 01/12/2012

TRADEMARK
REEL: 004697 FRAME: 0834