

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
Houston McLane Company, LLC		11/22/2011	LIMITED LIABILITY COMPANY: TEXAS
RECEIVING PARTY DATA			
Name:	Houston Astros, LLC		
Street Address:	501 Crawford Street		
Internal Address:	#500		
City:	Houston		
State/Country:	TEXAS		
Postal Code:	77002		
Entity Type:	LIMITED LIABILITY COMPANY: TEXAS		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	85210116	WE ARE YOUR ASTROS	
CORRESPONDENCE DATA			
Fax Number:	(212)575-0671		
Phone:	212-790-9200		
Email:	trademark@ccl.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:	Mary L. Kevlin		
Address Line 1:	1133 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036-6799		
ATTORNEY DOCKET NUMBER:	21307/098/MLK/NH		
NAME OF SUBMITTER:	Lisa M. Willis		
Signature:	/Lisa M. Willis/		

OP \$40.00 85210116

Date:

03/21/2012

Total Attachments: 8

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Form 414
(Revised 05/11)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



**Restated Certificate of
Formation
With New Amendments**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas

NOV 22 2011

Corporations Section

Entity Information

The name of the filing entity is:

Houston McLane Company, LLC

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---------------------------------------------------------------|-----------------------------------------------------------------|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input checked="" type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 801152196

The date of formation of the filing entity is: 07/28/2009

Amendments to Certificate of Formation

This restated certificate of formation makes new amendments to the certificate of formation. Provided below is an identification by reference or description of each added, altered, or deleted provision.

Identification of New Amendments

(Indicate the changes that have been made by checking the appropriate box or boxes.)

- The entity name has been amended.
- The registered agent name or registered office address has changed.
- The purpose of the entity has been amended.
- The period of duration of the entity has been amended.
- A general partner has withdrawn or been admitted to the limited partnership.

Identification of New Amendments (continued)

(Indicate the changes that have been made by checking and completing the appropriate box or boxes.)

Other changes. The certificate of formation has been amended as follows:

Add Each of the following provisions is added to the certificate of formation. The identification or reference of each added provision is set forth below. The full text of each added provision is contained in the amended and restated certificate of formation attached hereto.

Alter The following identified provisions of the certificate of formation are amended. The full text of each amended provision is contained in the amended and restated certificate of formation attached hereto.
Article 4 - Governing Authority
Article 5 - Conversion

Delete Each of the provisions identified below are deleted from the certificate of formation.

Statement of Approval

Each new amendment has been made in accordance with the provisions of the Texas Business Organizations Code. The amendments to the certificate of formation and the restated certificate of formation have been approved in the manner required by the Code and by the governing documents of the entity.

Required Statements

The restated certificate of formation, which is attached to this form, accurately states the text of the certificate of formation being restated and each amendment to the certificate of formation being restated that is in effect, and as further amended by the restated certificate of formation. The attached restated certificate of formation does not contain any other change in the certificate of formation being restated except for the information permitted to be omitted by the provisions of the Texas Business Organizations Code applicable to the filing entity.

Effectiveness of Filing (Select either A, B, or C.)

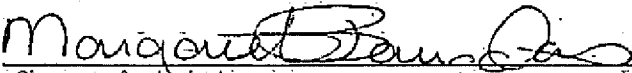
- A. This document becomes effective when the document is filed by the secretary of state.
- B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

Execution

The undersigned affirms that the person designated as registered agent in the restated certificate of formation has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Date: November 22, 2011

By: _____

Signature of authorized person

Margaret Barradas
Printed or typed name of authorized person (see instructions)

Attach the text of the amended and restated certificate of formation to the completed statement form. Identify the attachment as "Restated Certificate of Formation of [Name of Entity]."

RESTATED CERTIFICATE OF FORMATION

OF

HOUSTON ASTROS, LLC

Pursuant to the Texas Business Organizations Code, the undersigned authorized manager of Houston Astros, LLC (f/k/a Houston McLane Company, LLC), a Texas limited liability company, does hereby execute this Restated Certificate of Formation.

Article 1 – Entity Name and Type

The name of the filing entity is Houston Astros, LLC. The filing entity formed hereby is a Texas limited liability company.

Article 2 – Registered Agent and Registered Office

The street address of the registered office of the filing entity is 211 E. 7th Street, Suite 620, Austin, Texas 78701, and the name of the initial registered agent of the filing entity at such office is Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company.

Article 3 – Purpose

The purpose for which the filing entity is formed is for the transaction of any and all lawful purposes for which a limited liability company may be organized under the law.

Article 4 – Governing Authority

The filing entity will have managers. The name and address of the manager are set forth below.

James R. Crane	501 Crawford Street Houston, Texas 77002
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Article 5 – Conversion

The filing entity was formed under a plan of conversion.

**Conversion Information provided pursuant to
Section 3.005 of the Texas Business Organization Code.**

I.

The name of the converting entity was Houston McLane Company, Inc.

II.

The address of the converting entity was 501 Crawford Street, #500, Houston, Texas 77002.

III.

The date of formation of the converting entity was June 29, 1979.

IV.

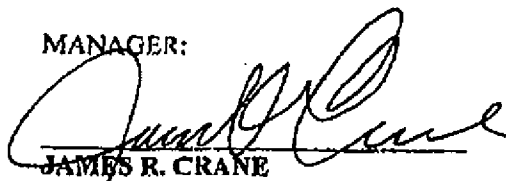
The converting entity was a corporation and was formed under the laws of the State of Texas.

Article 6 -- Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

[Signature page follows]

MANAGER:



JAMES R. CRANE

Date: November 22, 2011

Registered Certificate of Formation of Houston Astros, LLC




**Acceptance of Appointment
and
Consent to Serve as Registered Agent
§5.201(b) Business Organizations Code**

The following form may be used when the person designated as registered agent in a registered agent filing is an individual.

<u>Acceptance of Appointment and Consent to Serve as Registered Agent</u>		
I acknowledge, accept and consent to my designation or appointment as registered agent in Texas for		
<i>Name of represented entity</i>		
I am a resident of the state and understand that it will be my responsibility to receive any process, notice, or demand that is served on me as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if I resign.		
X:	<i>Signature of registered agent</i>	<i>Printed name of registered agent</i>
		<i>Date (mm/dd/yyyy)</i>

The following form may be used when the person designated as registered agent in a registered agent filing is an organization.

<u>Acceptance of Appointment and Consent to Serve as Registered Agent</u>		
I am authorized to act on behalf of Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company		
<i>Name of organization designated as registered agent</i>		
The organization is registered or otherwise authorized to do business in Texas. The organization acknowledges, accepts and consents to its appointment or designation as registered agent in Texas for:		
HOUSTON ASTROS, LLC		
<i>Name of represented entity</i>		
The organization takes responsibility to receive any process, notice, or demand that is served on the organization as the registered agent of the represented entity; to forward such to the represented entity; and to immediately notify the represented entity and submit a statement of resignation to the Secretary of State if the organization resigns.		
X: By:	<i>Signature of person authorized to act on behalf of organization</i>	<i>Printed name of authorized person</i>
		<i>Date (mm/dd/yyyy)</i>
	Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company	Brian Courtney, Asst. Vice President
		11/22/2011

<p>Form 509 (Revised 12/10)</p> <p>Submit with relevant filing instrument.</p> <p>Filing Fee: None</p>	 <p>Consent to Use of Similar Name</p>	
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(1) Houston Astros MLB Urban Youth Academy, LLC
Name of the entity or individual who holds the existing name on file with the secretary of state

consents to the use of

(2) Houston Astros, LLC
Proposed name

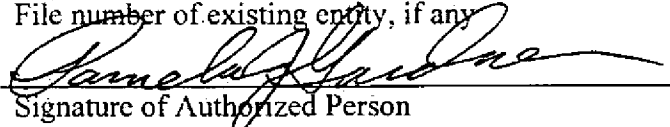
as the name of a filing entity or foreign filing entity in Texas for the purpose of submitting a filing instrument to the secretary of state. This consent does not authorize the use of the similar name in violation of a right of another under the Trademark Act of 1946, as amended (15 U.S.C. Section 1051 et seq.); Chapter 16 or 71, Business & Commerce Code; or common law.

(3) The undersigned certifies to being authorized by the holder of the existing name to give this consent. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: 02-11

By: Houston Astros MLB Urban Youth Academy, LLC
 Name of existing entity, if any (type or print)

801282481
 File number of existing entity, if any


 Signature of Authorized Person

Pamela J. Gardner
 Name of Authorized Person (type or print)

VP of Houston McLane Company, LLC, its Manager
 Title of Authorized Person, if any (type or print)