

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
PK4 Media, LLC		05/17/2012	LIMITED LIABILITY COMPANY: NEVADA
RECEIVING PARTY DATA			
Name:	PK4 Media, Inc.		
Street Address:	300 Corporate Pointe, Suite 460		
City:	Culver City		
State/Country:	CALIFORNIA		
Postal Code:	90230		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Serial Number:	85630803	PK4 MEDIA	
Serial Number:	85630795	DUET	
Serial Number:	85630766	BISHOP	
CORRESPONDENCE DATA			
Fax Number:	6508434001		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	650-843-4000		
Email:	jennifer.evans@morganlewis.com		
Correspondent Name:	Morgan, Lewis & Bockius LLP		
Address Line 1:	2 Palo Alto Square		
Address Line 2:	3000 El Camino Real, Suite 700		
Address Line 4:	Palo Alto, CALIFORNIA 94306		
ATTORNEY DOCKET NUMBER:	020737-0000		

CH \$90.00 85630803

NAME OF SUBMITTER:	Jennifer C. Evans
Signature:	/jce/
Date:	06/04/2012
Total Attachments: 7 source=2341_001#page1.tif source=2341_001#page2.tif source=2341_001#page3.tif source=2341_001#page4.tif source=2341_001#page5.tif source=2341_001#page6.tif source=2341_001#page7.tif	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A NEVADA LIMITED LIABILITY COMPANY UNDER THE NAME OF "PK4 MEDIA, LLC" TO A DELAWARE CORPORATION, CHANGING ITS NAME FROM "PK4 MEDIA, LLC" TO "PK4 MEDIA, INC.", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF MAY, A.D. 2012, AT 3:09 O'CLOCK P.M.


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

5156206 8100V

120584748

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9583515

DATE: 05-18-12

TRADEMARK
REEL: 004794 FRAME: 0038

**STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION**

• **First:** The name of this Corporation is PK4 Media, Inc.

• **Second:** Its registered office in the State of Delaware is to be located at 3500 South DuPont Hwy Street, in the City of Dover
County of Kent Zip Code 19901.

The registered agent in charge thereof is Incorporating Services Ltd.

Third: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

• **Fourth:** The amount of the total stock of this corporation is authorized to issue is 1,000,000 shares (number of authorized shares) with a par value of \$0.001 per share.

• **Fifth:** The name and mailing address of the incorporator are as follows:
Name Karen Abesamis
Mailing Address 3000 El Camino Real, 2 Palo Alto
Square, Suite 700 Zip Code 94305

• **I, The Undersigned,** for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this day of April, A.D. 2012.

BY: _____
(Incorporator)

NAME: Karen Abesamis
(type or print)

STATE OF NEVADA



ROSS MILLER
Secretary of State

SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

May 17, 2012

Job Number: C20120518-0165
Reference Number:
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20120351941-88	Convert Out	5 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Richard Sifuentes
Certificate Number: C20120518-0165
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138


TRADEMARK
REEL: 004794 FRAME: 0040



ROSS MILLER
 Secretary of State
 204 North Carson Street, Suite 1
 Carson City, Nevada 89701-4520
 (775) 684-5708
 Website: www.nvsos.gov



140301

Filed in the office of  Ross Miller Secretary of State State of Nevada	Document Number 20120351941-88
	Filing Date and Time 05/17/2012 6:14 AM
	Entity Number E0610062009-7

Articles of Conversion
 (PURSUANT TO NRS 92A.205)
 Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

Articles of Conversion
 (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

PK4 Media, LLC
 Name of constituent entity

Nevada
 Jurisdiction

Limited Liability Company
 Entity type *

and,

PK4 Media, Inc.
 Name of resulting entity

Delaware
 Jurisdiction

Corporation
 Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- The entire plan of conversion is attached to these articles.
- The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 88.330.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust .

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 1
 Revised: 8-31-11

TRADEMARK
REEL: 004794 FRAME: 0041



ROSS MILLER
Secretary of State
204 North Carson Street, Suite 1
Carson City, Nevada 89701-4620
(775) 684-5708
Website: www.nvso.gov

Articles of Conversion

(PURSUANT TO NRS 92A.205)

Page 2

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: Thomas Amar Alexander

c/o PK4 Media, Corporation
5535 Westlawn Ave. #324
Los Angeles, CA 90066

5. Effective date and time of filing: (optional) (must not be later than 90 days after the certificate is filed)

Date:

Time:

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (a.k.a. general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

PK4 Media, LLC
Thomas Amar Alexander, Manager

Name of constituent entity

X T All

Signature

Manager
Title

8/10/2012
Date

* Pursuant to NRS 92A.205(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
Revised: 5-31-11

TRADEMARK
REEL: 004794 FRAME: 0042

**PLAN OF CONVERSION
FOR
PK4 MEDIA, LLC
A NEVADA LIMITED LIABILITY COMPANY
INTO
PK4 MEDIA, INC.
A DELAWARE CORPORATION**

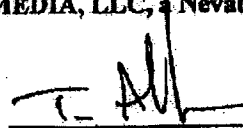
THIS PLAN OF CONVERSION is entered into on May [10], 2012 by PK4 Media, LLC, a Nevada LLC, which under the laws of the state of Delaware is converting to a Delaware Corporation.

1. PK4 Media, LLC, a Nevada LLC, hereby adopts this Plan of Conversion, in order to convert to a Delaware Corporation to be known as PK4 Media, Inc.
2. By this conversion, PK4 Media, LLC will continue its existence in the form of a Delaware Corporation known as PK4 Media, Inc.
3. Interests in the converting entity, PK4 Media, LLC, a Nevada LLC, will be converted to shares in the converted entity, PK4 Media, Inc., a Delaware Corporation, on a one-for-nine hundred (1:900) exchange.
4. The Certificate of Incorporation of PK4 Media, Inc. is attached as Exhibit A to this Plan.
5. The conversion will become effective after the issuance of the Articles of Conversion by the Delaware Secretary of State.

Dated May [10], 2012

PK4 MEDIA, LLC, a Nevada LLC

By:



Thomas Amar Alexander,
President and Sole Member

Exhibit A

Certificate of Incorporation

DB1/69589073.1

2