

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2010		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Pathfire, Inc.		12/17/2010
			Entity Type
			CORPORATION: GEORGIA
RECEIVING PARTY DATA			
Name:	Digital Generation, Inc.		
Street Address:	750 West John Carpenter Freeway		
Internal Address:	Suite 700		
City:	Irving		
State/Country:	TEXAS		
Postal Code:	75039		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2632819	PATHFIRE
CORRESPONDENCE DATA			
Fax Number:	2147603003		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	2147603000		
Email:	trademarks@carrip.com		
Correspondent Name:	CARR LLP		
Address Line 1:	6170 Research Rd		
Address Line 2:	Suite 111		
Address Line 4:	Frisco, TEXAS 75033		
ATTORNEY DOCKET NUMBER:	PATH 3814000		
NAME OF SUBMITTER:	Marcus Benavides		

CH \$40.00 2632819

Signature:	/Marcus Benavides/
Date:	10/05/2012
Total Attachments: 6 source=Merger Certificate (DE) - Pathfire into DG Fastchannel#page1.tif source=Merger Certificate (DE) - Pathfire into DG Fastchannel#page2.tif source=Merger Certificate (DE) - Pathfire into DG Fastchannel#page3.tif source=Merger Certificate (DE) - Pathfire into DG Fastchannel#page4.tif source=Delaware cert of name change to Digital Generation and amend to articles#page1.tif source=Delaware cert of name change to Digital Generation and amend to articles#page2.tif	

Delaware

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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 OWNERSHIP, WHICH MERGES:

"PATHFIRE, INC.", A GEORGIA CORPORATION,
WITH AND INTO "DG FASTCHANNEL, INC." UNDER THE NAME OF "DG FASTCHANNEL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SECOND DAY OF DECEMBER, A.D. 2010, AT 5:27 O'CLOCK P.M.


AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 9 O'CLOCK A.M.

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

3325896 8100M

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Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8463778

DATE: 12-31-10

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

TRADEMARK
REEL: 004875 FRAME: 0226

**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING
PATHFIRE, INC.
WITH AND INTO
DG FASTCHANNEL, INC.**

Pursuant to Section 253
of the General Corporation Law of the
State of Delaware

* * * * *

DG FastChannel, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation") DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated on the 9th day of January, 2001, pursuant to the provisions of the General Corporation Law of the State of Delaware (the "DGCL").

SECOND: That the Corporation owns 100% of the capital stock of Pathfire, Inc., a corporation incorporated on the 14th day of November, 1996, pursuant to the provisions of the Georgia Business Corporation Code.

THIRD: That the directors of the Corporation determined it to be in the best interests of the Corporation to authorize the merger of Pathfire, Inc., a Georgia corporation and a wholly-owned subsidiary of the Corporation, with and into the Corporation, with the Corporation being the surviving corporation in the merger, and duly adopted the following resolutions as of December 17, 2010, in connection with said merger:

"WHEREAS, the Corporation is the sole stockholder of Pathfire, Inc., a Georgia corporation ("Pathfire");

WHEREAS, the Directors have determined that it is advisable and in the best interests of the Corporation to authorize and approve a merger of Pathfire with and into the Corporation, pursuant to Section 14-2-1107 of the Georgia Business Corporation Code and Section 253 of the DGCL, with the Corporation being the surviving corporation and continuing its corporate existence under the DGCL and assuming all of the liabilities and obligations of Pathfire (the "Pathfire Merger");

WHEREAS, the Pathfire Merger shall be effected pursuant to (i) an Agreement and Plan of Merger to be entered into between the Corporation and Pathfire, substantially in the form attached hereto as Exhibit A (the "Merger");

Agreement”), (ii) a Certificate of Merger, substantially in the form attached hereto as Exhibit B, to be filed with the Secretary of State of the State of Delaware (the “Delaware Certificate of Merger”) and (iii) a Certificate of Merger, substantially in the form attached hereto as Exhibit C, to be filed with the Secretary of State of the State of Georgia (the “Georgia Certificate of Merger”)

NOW, THEREFORE, BE IT RESOLVED, that the Pathfire Merger, the Merger Agreement, the Delaware Certificate of Merger and the Georgia Certificate of Merger be, and each of them is hereby, authorized and approved in all respects, with such changes or modifications as any proper officer of the Company shall deem necessary, appropriate or advisable;

RESOLVED FURTHER, that the officers of the Corporation be, and each hereby is, authorized and directed, acting on behalf of the Corporation, to execute and deliver the Merger Agreement, the Delaware Certificate of Merger and the Georgia Certificate of Merger and any certificates, documents, agreements, and instruments, that the officer or officers executing such document may, in the exercise of such officer’s or officers’ discretion, deem necessary, advisable and in the best interests of the Corporation in order to consummate the Pathfire Merger, together with such amendments and modifications thereof as shall be made therein with the approval of any of the officers, the execution of which shall be conclusive evidence of such approval; and


RESOLVED FURTHER, that any and all acts heretofore done, and any and all documents, instruments and certificates heretofore executed and delivered, in the name and on behalf of the Corporation, in connection with the Pathfire Merger are hereby approved.

FOURTH: That the Merger shall be effective on 9:00 a.m. on December 31, 2010.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be signed by an authorized officer this 21st day of December, 2010.

DG FASTCHANNEL, INC.

By: 
Name: John D. Palmer
Title: Asst. Secretary

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 AMENDMENT OF "DG FASTCHANNEL, INC.", CHANGING ITS NAME FROM "DG FASTCHANNEL, INC." TO "DIGITAL GENERATION, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 2011, AT 5:11 O'CLOCK P.M.

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

3325896 8100

111160735

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




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9133595

DATE: 11-03-11

TRADEMARK
REEL: 004875 FRAME: 0230

CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION
OF
DG FASTCHANNEL, INC.

Pursuant to Section 242 of the Delaware General Corporation Law ("DGCL") as amended, DG FastChannel, Inc., a corporation organized and existing under and by virtue of the DGCL (the "Corporation"), has adopted the following Certificate of Amendment to its Certificate of Incorporation:

1. The name of the Corporation is DG FastChannel, Inc.
2. The following amendment (the "Amendment") to the Certificate of Incorporation of the Corporation (the "Certificate of Incorporation") was duly adopted by resolution of the Board of Directors of the Corporation on September 16, 2011. The Amendment was adopted by the stockholders of the Corporation at a meeting of the stockholders duly called and held on November 1, 2011.
3. The Certificate of Incorporation is hereby amended by deleting Article First and inserting in lieu thereof a new Article First to read as follows:

First: The name of the Corporation is Digital Generation, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Incorporation on this 2nd day of November, 2011.

By: 

Name: Omar A. Choucair

Title: Chief Financial Officer