

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/01/2011		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	SOURCE ONE ENTERTAINMENT, LLC		07/01/2011
			LIMITED LIABILITY COMPANY: MINNESOTA
RECEIVING PARTY DATA			
Name:	MILL CREEK ENTERTAINMENT, LLC		
Street Address:	2445 Nevada Avenue South		
City:	Golden Valley		
State/Country:	MINNESOTA		
Postal Code:	55427		
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA		
PROPERTY NUMBERS Total: 2			
	Property Type	Number	Word Mark
	Registration Number:	3227080	MILL CREEK ENTERTAINMENT
	Registration Number:	3227077	MILL CREEK ENTERTAINMENT
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	612 371 3970		
Email:	tmg@lindquist.com		
Correspondent Name:	LINDQUIST & VENNUM PLLP		
Address Line 1:	80 South Eighth Street, 4200 IDS Center		
Address Line 2:	Connie Heikkila		
Address Line 4:	MINNEAPOLIS, MINNESOTA 55402		
ATTORNEY DOCKET NUMBER:	513274.0005		

CH \$65.00 3227080

NAME OF SUBMITTER:	CONNIE HEIKKILA
Signature:	/connieheikkila/
Date:	10/16/2012
Total Attachments: 3 source=SOURCE ONE_20121016113035#page1.tif source=SOURCE ONE_20121016113035#page2.tif source=SOURCE ONE_20121016113035#page3.tif	

PLAN OF MERGER

THIS PLAN OF MERGER (the "Plan of Merger") is dated as of July 1, 2011, by and between MILL CREEK ENTERTAINMENT, LLC, a Minnesota limited liability company (the "Surviving LLC"), and SOURCE ONE ENTERTAINMENT, LLC, a Minnesota limited liability company (the "Merging LLC").

RECITALS

WHEREAS, all of the members and all of the governors of each of the Merging LLC and the Surviving LLC have approved the merger of the Merging LLC with and into the Surviving LLC upon the terms and subject to the conditions set forth herein.

NOW, THEREFORE, in consideration of the foregoing and the mutual promises set forth below, the Merging LLC and the Surviving LLC hereby agree as follows:

PLAN

1. Name of Merging Entity. The name of the merging entity is Source One Entertainment, LLC.
2. Name of Surviving Entity. The name of the surviving entity is Mill Creek Entertainment, LLC.
3. Merger. On the Effective Date (as defined below), the Merging LLC shall be merged with and into the Surviving LLC in accordance with the laws of the State of Minnesota and the separate existence of the Merging LLC shall thereupon cease (the "Merger"). The Surviving LLC shall continue to exist as a limited liability company created and governed by the Minnesota Limited Liability Company Act (the "Act") after the Merger.
4. Effective Date. The Merger shall become effective (the "Effective Date") at 12:01 a.m. on the date this Plan of Merger is filed with the Minnesota Secretary of State.
5. Treatment of Ownership Interests. On the Effective Date, by virtue of the Merger and without any action on the part of the holder thereof:
 - (a) Each unit of the Surviving LLC's membership interests which was outstanding prior to the Effective Date shall be unaffected by the Merger;
 - (b) Each unit of the Merging LLC's membership interests which was issued and outstanding prior to the Effective Date shall automatically be cancelled.
6. Articles of Merger. On or before the Effective Date, each party hereto shall execute Articles of Merger (the "Articles of Merger") setting forth the information required by the Act. The Articles of Merger shall be filed with the Secretary of the State of Minnesota or as

otherwise required by the Act, and shall provide that the Merger shall become effective at the Effective Date.

7. Articles of Organization; Bylaws.

(a) The Articles of Organization of the Surviving LLC as in effect on the Effective Date shall remain in effect as the Articles of Organization of the Surviving LLC until the same shall thereafter be amended as provided by the Act.

(b) The Amended and Restated Bylaws of the Surviving LLC as in effect immediately prior to the Effective Date shall be the Bylaws of the Surviving LLC until the same shall thereafter be altered, amended or repealed.

(c) The Second Amended and Restated Member Control Agreement of the Surviving LLC as in effect immediately prior to the Effective Date shall be the Member Control Agreement of the Surviving LLC until the same shall thereafter be altered, amended or repealed.

8. Succession to Rights and Obligations. From and after the Effective Date, the Surviving LLC shall automatically succeed to all of the assets and rights and all of the liabilities and obligations of the Merging LLC. The provisions of this Plan of Merger shall be binding upon and inure to the benefit of all the parties hereto and their successors and assigns.

9. Managers and Governors. The managers and governors of the Surviving LLC on the Effective Date shall continue as managers and governors of the Surviving LLC until the election and qualification of their successors.

10. Governing Law. The laws of the State of Minnesota shall govern this Plan of Merger.

11. Miscellaneous.

(a) This Plan of Merger (including the documents and instruments referred to herein):
(i) constitutes the entire agreement of the parties hereto and supersedes all prior agreements and understandings, both written and oral, among the parties with respect to the subject matter hereof and (ii) is not intended to confer upon any other person any rights or remedies hereunder;

(b) All section headings are inserted for convenience only and shall not affect the interpretation of this Plan of Merger; and

(c) This Plan of Merger may be executed in one or more counterparts, each of which shall be deemed an original, which together constitute one and the same instrument.

IN WITNESS WHEREOF, each of the parties does hereby execute this Plan of Merger as of the date first written above.

MERGING LLC:

SURVIVING LLC:

SOURCE ONE ENTERTAINMENT, LLC

MILL CREEK ENTERTAINMENT, LLC

.....
By: Ian Warfield
Its: President

.....
By: Robert Zakheim
Its: Chief Executive Officer