

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	01/14/2009		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Entity Type		
	GoodThings Media Development Company LLC		01/14/2009
			LIMITED LIABILITY COMPANY:
RECEIVING PARTY DATA			
Name:	GT Media, Inc.		
Street Address:	4238 B N. Arlington Heights Road		
City:	Arlington Heights		
State/Country:	ILLINOIS		
Postal Code:	60004		
Entity Type:	CORPORATION: ILLINOIS		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Serial Number:	77440088	JOY OF MOM
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:	7736611261		
Email:	jkaplan@tkhlaw.com		
Correspondent Name:	Josh Kaplan		
Address Line 1:	1950 N. Elston		
Address Line 4:	Chicago, ILLINOIS 60642		
ATTORNEY DOCKET NUMBER:	JOY OF MOM		
NAME OF SUBMITTER:	Josh S. Kaplan		

OP \$40.00 77440088

Signature:	/Josh S. Kaplan/
Date:	01/28/2013
Total Attachments: 4 source=GT Artilces of merger copy#page1.tif source=GT Artilces of merger copy#page2.tif source=GT Artilces of merger copy#page3.tif source=GT Artilces of merger copy#page4.tif	

FORM **BCA 11.39** (rev. Dec. 2003)  
**ARTICLES OF MERGER**  
**BETWEEN ILLINOIS CORPORATIONS**  
**AND LIMITED LIABILITY COMPANIES**  
 Business Corporation Act

Secretary of State  
 Department of Business Services  
 Springfield, IL 62756  
 217-782-6961  
 www.cyberdriveillinois.com

**FILED**

**JAN 14 2009**

JESSE WHITE  
 SECRETARY OF STATE

Remit payment in the form of a check or money order payable to Secretary of State.

The filing fee is \$100, but if merger involves more than two corporations, submit \$50 for each additional corporation.

File # 6619-478-7 Filing Fee: \$ 100.00 Approved: lt

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Names of Corporations and Limited Liability Companies proposing to merge and State or Country of organization or incorporation:

Name of Corporation Limited Liability Company	State or Country of Organization/Incorporation	Corporation File Number
<u>GT Media, Inc.</u>	<u>Illinois</u>	<u>66194787</u>
<u>GoodThings Media Development Company LLC</u>	<u>Illinois</u>	<u>01720058</u>

2. The laws of the state or country under which each Corporation and Limited Liability Company are organized, permit such merger.

3. a. Name of Surviving Party: GT Media, Inc.  
 b. Corporation or Limited Liability Company shall be governed by the laws of: Illinois

**For more space, attach additional sheets of this size.**

4. Plan of merger is as follows:

See Attached

5. Plan of merger was approved, as to each Limited Liability Company, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows

Mark an "X" in one box only for each Illinois Corporation.

Name of Corporation:	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (§11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10 (§11.20)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
GT Media, Inc.	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

**6. Not applicable if survivor is an Illinois Corporation or an Illinois Limited Liability Company.**

It is agreed that, upon and after the filing of Articles of Merger by the Secretary of State of the State of Illinois:

- a. The surviving Limited Liability Company may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving Limited Liability Company.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving Limited Liability Company to accept service of process in any such proceedings, and
- c. The surviving Limited Liability Company will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

7. a. The undersigned Corporations have caused this statement to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated ~~July 30~~ Dec. 4, 08 GT Media, Inc.  
 Month & Day Year Exact Name of Corporation  
 Any Authorized Officer's Signature  
Vicki Esolen CEO  
 Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
 Month & Day Year Exact Name of Corporation  
 Any Authorized Officer's Signature  
 Name and Title (type or print)

7. b. The undersigned Limited Liability Companies have caused this statement to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated ~~July 30~~ Dec. 4, 08 GoodThings Media Development Company LLC  
 Month & Day Year Exact Name of Limited Liability Company  
 Signature  
Vicki Esolen Manager  
 Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
 Month & Day Year Exact Name of Limited Liability Company  
 Signature  
 Name and Title (type or print)

**Attachment to Articles of Merger**

**GoodThings Media Development Company LLC with and into GT Media, Inc.**

**Item 4 – Plan of Merger**

GoodThings Media Development Company LLC shall be merged with and into GT Media, Inc., with GT Media, Inc. as the surviving entity; all issued and outstanding units in GoodThings Media Development Company LLC shall be exchanged for shares of common stock of GT Media, Inc. pursuant to the merger. Each member of GoodThings Media Development Company LLC shall receive one (1) share of common stock of GT Media, Inc. for each one (1) unit of GoodThings Media Development Company LLC owned by such member. The merger shall be effective upon filing of the Articles of Merger with the Illinois Secretary of State (“Effective Date”). The Articles of Incorporation and the By-Laws of GT Media, Inc. in effect immediately prior to the Effective Date shall remain unchanged and shall continue to be its Articles of Incorporation and the By-Laws after the Effective Date. The directors and officers of GT Media, Inc. immediately prior to the Effective Date shall remain unchanged from and after the Effective Date and shall continue to hold office in accordance with the By-Laws of GT Media, Inc. Upon the Effective Date, the separate existence of GoodThings Media Development Company LLC shall cease, and GT Media, Inc. shall, without any further action, possess all of the rights, privileges, powers, immunities and franchises of both GoodThings Media Development Company LLC and GT Media, Inc. Upon the Effective Date, all property, real, personal and mixed and all debts due on whatever account, including subscriptions to shares, and all other actions, and each and every other interest of or belonging to or due to GoodThings Media Development Company LLC shall be fully vested in GT Media, Inc., without further act or deed. From and after the Effective Date, GT Media, Inc. shall be responsible and liable for all of the duties, liabilities and obligations of each of the entities so merged.

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