

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Conversion

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cross MediaWorks, Inc.		06/26/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Cross MediaWorks, LLC
Street Address:	499 7th Avenue
Internal Address:	6th Floor North
City:	New York
State/Country:	NEW YORK
Postal Code:	10018
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	3895539	CROSS MEDIAWORKS
Registration Number:	3971662	CROSS MEDIAWORKS
Serial Number:	85895785	CROSS MEDIAWORKS

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>	
Email:	emendes@paulweiss.com, mmakover@paulweiss.com
Correspondent Name:	Matthew S. Makover
Address Line 1:	1285 Avenue of the Americas
Address Line 4:	New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER:	15470-024
NAME OF SUBMITTER:	Matthew S. Makover

CH \$90.00 3895539

Signature:	/Matthew S. Makover/
Date:	06/26/2013
Total Attachments: 7 source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#page1.tif source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#page2.tif source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#page3.tif source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#page4.tif source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#page5.tif source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#page6.tif source=CROSS MEDIAWORKS, INC. - DE - CONVERSION#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 DELAWARE CORPORATION UNDER THE NAME OF "CROSS MEDIAWORKS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "CROSS MEDIAWORKS, INC." TO "CROSS MEDIAWORKS, LLC", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2013, AT 10:14 O'CLOCK A.M.

4340022 8100V

130817157




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0542376

DATE: 06-26-13

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

TRADEMARK
REEL: 005057 FRAME: 0589

**CERTIFICATE OF CONVERSION OF
CROSS MEDIAWORKS, INC.
FROM A CORPORATION TO A
LIMITED LIABILITY COMPANY
PURSUANT TO SECTION 266
OF THE GENERAL CORPORATION LAW
OF THE STATE OF DELAWARE
AND SECTION 18-214 OF THE
DELAWARE LIMITED LIABILITY COMPANY ACT**

This Certificate of Conversion (the "Certificate") of Cross MediaWorks, Inc. (the "Corporation") is being duly executed and filed by an authorized person of the Corporation to convert the Corporation to a Delaware limited liability company in accordance with Section 266 of the General Corporation Law of the State of Delaware (the "DGCL") and Section 18-214 of the Delaware Limited Liability Company Act (the "LLC Act").

FIRST. The date on which the Corporation was first incorporated is: July 6, 2007.

SECOND. The jurisdiction where the Corporation was first incorporated is: Delaware.

THIRD. The jurisdiction of the Corporation immediately prior to filing this Certificate was: Delaware.

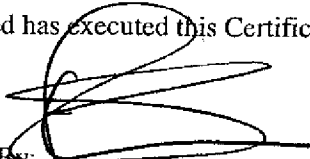
FOURTH: The name of the Corporation immediately prior to filing this Certificate was: Cross MediaWorks, Inc.

FIFTH. The name of the limited liability company as set forth in its Certificate of Formation is: Cross MediaWorks, LLC.

SIXTH. This conversion has been approved in accordance with the provisions of Section 266 of the DGCL and Section 18-214 of the LLC Act.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 26th
day of June, 2013.


By: _____

Name: Lawrence Rubin
Title: Authorized Person

[Signature Page to Certificate of Conversion]

Delaware

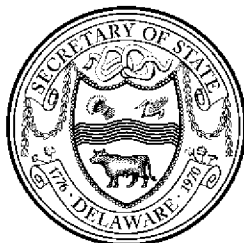
PAGE 2

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 CERTIFICATE OF FORMATION OF "CROSS MEDIAWORKS, LLC" FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF JUNE, A.D. 2013, AT 10:14 O'CLOCK A.M.

4340022 8100V

130817157



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0542376

DATE: 06-26-13

TRADEMARK
REEL: 005057 FRAME: 0592

**CERTIFICATE OF FORMATION
OF
CROSS MEDIAWORKS, LLC**

This Certificate of Formation of Cross MediaWorks, LLC is being duly executed and filed by a natural authorized person, to form a limited liability company under the Delaware Limited Liability Company Act.

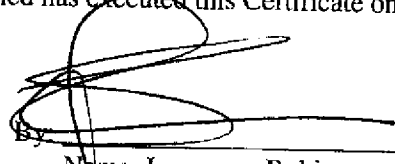
FIRST. The name of the limited liability company formed hereby is Cross MediaWorks, LLC (the "Company").

SECOND. The address of the registered office of the Company in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

THIRD. The name and address of the registered agent for service of process on the Company in the State of Delaware is Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate on the 20th
day of June, 2013.



A handwritten signature in black ink, appearing to read 'Lawrence Rubin', is written over a horizontal line. The signature is stylized with a large loop and a long horizontal stroke.

Name: Lawrence Rubin
Title: Authorized Person

[Signature page to Certificate of Formation]

TRADEMARK
REEL: 005057 FRAME: 0594

Schedule A

Trademark	Registration Number/Serial Number
CROSS MEDIAWORKS	3,895,539
CROSS MEDIAWORKS	3,971,662
CROSS MEDIAWORKS	85/895,785