

## 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
TTBG Houston OPCO, LLC		06/13/2013	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	NRJ TV Houston OPCO, LLC		
Street Address:	722 S. Denton Tap Road		
Internal Address:	Suite 130		
City:	Coppell		
State/Country:	TEXAS		
Postal Code:	75019		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3471621	KAZH	
CORRESPONDENCE DATA			
Fax Number:	2125935955		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	212-756-2336		
Email:	melissa.karp@srz.com		
Correspondent Name:	M. Karp c/o Schulte Roth & Zabel LLP		
Address Line 1:	919 Third Avenue		
Address Line 2:	22nd Floor		
Address Line 4:	New York, NEW YORK 10022		
ATTORNEY DOCKET NUMBER:	026033-0219		
NAME OF SUBMITTER:	Melissa Karp (026033-0219)		

Signature:	/kc for mk/
Date:	07/03/2013
<b>Total Attachments: 7</b> source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page1.tif source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page2.tif source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page3.tif source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page4.tif source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page5.tif source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page6.tif source=Trademark Change of Name for TTBG Houston OpCo to NRJ TV Houston OpCo#page7.tif	

# Delaware

PAGE 1

## The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "NRJ TV HOUSTON OPCO, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE THIRD DAY OF JUNE, A.D. 2009, AT 1:19 O'CLOCK P.M.

CERTIFICATE OF CHANGE OF REGISTERED AGENT, FILED THE TWENTY-THIRD DAY OF FEBRUARY, A.D. 2011, AT 6:17 O'CLOCK P.M.

CERTIFICATE OF MERGER, CHANGING ITS NAME FROM "TTBG HOUSTON OPCO, LLC" TO "NRJ TV HOUSTON OPCO, LLC", FILED THE THIRTY-FIRST DAY OF MAY, A.D. 2013, AT 9:56 O'CLOCK A.M.

RESTATED CERTIFICATE, FILED THE THIRTY-FIRST DAY OF MAY, A.D. 2013, AT 10:48 O'CLOCK A.M.

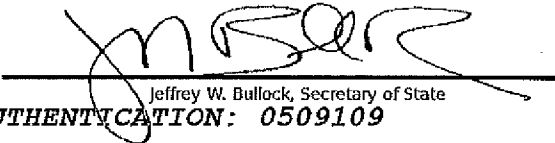
AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY, "NRJ TV HOUSTON OPCO, LLC".

4694330 8100H

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You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0509109

DATE: 06-13-13

TRADEMARK  
REEL: 005063 FRAME: 0760

**CERTIFICATE OF FORMATION**  
**OF**  
**TTBG HOUSTON OPCO, LLC**

The undersigned, desiring to form a limited liability company pursuant to the Delaware Limited Liability Company Act, 6 Delaware Code, Chapter 18, hereby certifies as follows:

**FIRST:** The name of the limited liability company is TTBG Houston OpCo, LLC.

**SECOND:** The address of its registered office in the state of Delaware is 615 South DuPont Highway, County of Kent, City of Dover, State of Delaware, 19901. The name of its registered agent at such address is National Corporate Research, Ltd.

**IN WITNESS WHEREOF**, the undersigned has executed this Certificate of Formation this 3rd day of June, 2009.

By: 

Name: Arpan Punyani  
Title: Authorized Person

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:51 PM 02/23/2011  
FILED 06:17 PM 02/23/2011  
SRV 110203335 - 4694330 FILE

State of Delaware  
Certificate of Change of Agent  
Amendment of Limited Liability Company

The limited liability company organized and existing under the Limited Liability Company Act of the State of Delaware hereby certifies as follows:

1. The name of Limited Liability Company is TTBG Houston OpCo, LLC
2. The registered office of the limited liability company in the state of Delaware is changed to 1209 Orange Street in the City of Wilmington, zip code 19801. The name of the Registered Agent at such address upon whom process against this limited liability company may be served as The Corporation Trust Company.

By: /s/ Jennifer Shanders

Name: Jennifer Shanders

Print or Type

Title: Authorized Person

CERTIFICATE OF MERGER  
OF  
NRJ TV HOUSTON OPKO, LLC  
INTO  
TTBG HOUSTON OPKO, LLC

(Pursuant to Section 18-209 of the Delaware Limited Liability Company Act)

TTBG HOUSTON OPKO, LLC, a Delaware limited liability company, hereby certifies that:

- (1) The name, jurisdiction of formation or organization and type of entity of each of the entities which is to merge (collectively, the "*Constituent Entities*") is as follows:
  - (a) TTBG Houston OpCo, LLC, a Delaware limited liability company;  
and
  - (b) NRJ TV Houston OpCo, LLC, a Delaware limited liability company.
- (2) The Agreement of Merger, dated as of May 31, 2013, by and between the Constituent Entities (the "*Agreement of Merger*"), has been approved and executed by each of the Constituent Entities.
- (3) The name of the surviving limited liability company is TTBG Houston OpCo, LLC (the "*Surviving Company*"). The Surviving Company is a limited liability company of the state of Delaware.
- (4) The certificate of formation of the Surviving Company, as in effect immediately prior to the Effective Time (as defined below) shall be the certificate of formation of the Surviving Company (the "*Certificate of Formation*") with the following amendments to the Certificate of Formation to be effected by the merger:
  - (a) The name of the Surviving Company shall be NRJ TV Houston OpCo, LLC.
  - (b) The address of the Surviving Company's registered office in the state of Delaware shall be 160 Greentree Drive, Suite 101, City of Dover, County of Kent, Delaware 19904 and the name of the registered agent at this address is National Registered Agents, Inc."
- (5) The merger of the Constituent Entities shall be effective upon the filing of this certificate of merger in the office of the Secretary of State of the state of Delaware (the "*Effective Time*").
- (6) The Agreement of Merger is on file at the principal place of business of the Surviving Company at 722 S. Denton Tap Road, Suite 130, Coppell, TX 75019.
- (7) A copy of the Agreement of Merger will be furnished by the Surviving Company, on request and without cost, to any member of the Constituent Entities.

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SIGNATURE PAGE FOLLOWS]

ATL 19120803v2 134694.010700

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger  
to be executed on May 31, 2013.

**TTBG HOUSTON OPCO, LLC**, a Delaware limited  
liability company

BY: NRJ TV HOUSTON OPCO, LLC, a Delaware  
limited liability company, as Managing Member

By: *Ted B. Bartley*  
Name: Ted B. Bartley  
Title: President and Chief Executive Officer

**RESTATED CERTIFICATE OF FORMATION**

**OF**

**NRJ TV HOUSTON OPKO, LLC**

This Restated Certificate of Formation of NRJ TV Houston OpCo, LLC, a Delaware limited liability company (the "*Company*"), has been duly executed and is being filed by the undersigned, as an authorized person, in accordance with the provisions of 6 Del. C. § 18-208, to restate the Certificate of Formation of the Company which was originally filed with the Secretary of State of the state of Delaware on June 3, 2009, under the name of TTBG Houston OpCo, LLC (as amended, the "*Certificate*"), to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, *et seq.*).

The Certificate is hereby restated in its entirety to read as follows:

- "1. The name of the limited liability company is NRJ TV Houston OpCo, LLC (the "*Company*").
2. The address of the Company's registered office in the State of Delaware is 160 Greentree Drive, Suite 101, City of Dover, County of Kent, Delaware 19904. The registered agent at this address is National Registered Agents, Inc."

This Restated Certificate of Formation of Formation only restates and integrates and does not further amend the Certificate as heretofore amended or supplemented and there is no discrepancy between those provisions and this Restated Certificate of Formation.

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SIGNATURE PAGE FOLLOWS]**



IN WITNESS WHEREOF, the undersigned has executed this Restated Certificate of Formation as of the 31<sup>st</sup> day of May, 2013.



Name: Ted B. Bartley  
Title: Authorized Person

[SIGNATURE PAGE TO RESTATED CERTIFICATE OF FORMATION (NRJ TV HOUSTON OPCO, LLC)]