

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	07/01/2013		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
TTBG San Francisco OPCO, LLC		07/01/2013	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	NRJ TV SF 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:	3471609	KTNC	
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
Total Attachments: 3 source=Trademark Certificate of Merger (NRJ TV SF OpCo, LLC with and into TTBG San Francisco OpCo, LLC)#page1.tif source=Trademark Certificate of Merger (NRJ TV SF OpCo, LLC with and into TTBG San Francisco OpCo, LLC)#page2.tif source=Trademark Certificate of Merger (NRJ TV SF OpCo, LLC with and into TTBG San Francisco OpCo, LLC)#page3.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 MERGER, WHICH MERGES:


"NRJ TV SF OPCO, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "TTBG SAN FRANCISCO OPCO, LLC" UNDER THE NAME OF "NRJ TV SF OPCO, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF JULY, A.D. 2013, AT 11:55 O'CLOCK A.M.

4694332 8100M

130834675



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0554298

DATE: 07-01-13

TRADEMARK
REEL: 005063 FRAME: 0828

**CERTIFICATE OF MERGER
OF
NRJ TV SF OPCO, LLC
INTO
TTBG SAN FRANCISCO OPCO, LLC**

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

TTBG SAN FRANCISCO OPCO, 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 San Francisco OpCo, LLC, a Delaware limited liability company;
and
 - (b) NRJ TV SF OpCo, LLC, a Delaware limited liability company.
- (2) The Agreement of Merger, dated as of July 1, 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 San Francisco 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 SF 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.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK;
SIGNATURE PAGE FOLLOWS]**

ATL 19171315v1

IN WITNESS WHEREOF, the Surviving Company has caused this Certificate of Merger to be executed on July 1, 2013.

TTBG SAN FRANCISCO OPCO, LLC, a Delaware limited liability company

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

By: Ted B. Bartley

Name: Ted B. Bartley

Title: President and Chief Executive Officer

[SIGNATURE PAGE TO DELAWARE CERTIFICATE OF MERGER (SAN FRANCISCO)]