

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2012

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
eCost, LLC		12/20/2012	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA	
Name:	OnSale Holdings, Inc.
Street Address:	1940 E. Mariposa Avenue
City:	El Segundo
State/Country:	CALIFORNIA
Postal Code:	90245
Entity Type:	CORPORATION: ILLINOIS

PROPERTY NUMBERS Total: 12		
Property Type	Number	Word Mark
Serial Number:	75647186	ECOST
Serial Number:	75647197	ECOST.COM
Serial Number:	76586841	BARGAIN COUNTDOWN
Serial Number:	76589106	ECOST.COM
Serial Number:	76589107	ECOST
Serial Number:	77513424	ECOST
Serial Number:	77513440	ECOST.COM
Serial Number:	78445683	ECOST.COM YOUR ONLINE DISCOUNT SUPERSTOR
Serial Number:	78532544	DIGI SOUNDCENTER
Serial Number:	78541477	BARGAIN COUNTDOWN PLATINUM CLUB
Serial Number:	78976735	ECOST
Serial Number:	78977430	ECOST.COM

CH \$315.00 75647186

CORRESPONDENCE DATA

Fax Number: 4152687522

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (415) 268-7000

Email: jtaylor@mofo.com, ksamia@mofo.com

Correspondent Name: Jennifer Lee Taylor

Address Line 1: 425 Market Street

Address Line 4: San Francisco, CALIFORNIA 94105-2482

ATTORNEY DOCKET NUMBER:	27964-2400000
NAME OF SUBMITTER:	Jennifer Lee Taylor
Signature:	/JLT2/
Date:	08/02/2013

Total Attachments: 7

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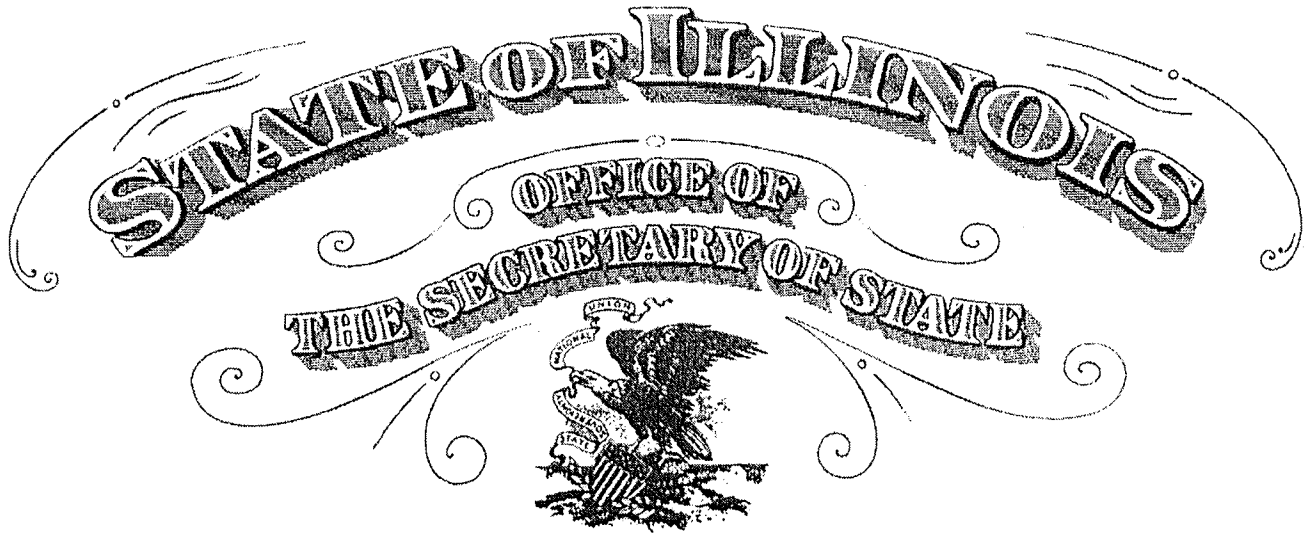
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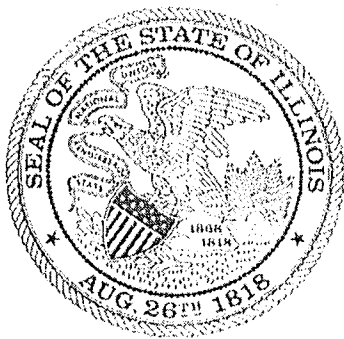
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To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

ATTACHED HERETO IS A TRUE AND CORRECT COPY, CONSISTING OF 6 PAGE(S), AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR ONSALE HOLDINGS, INC..



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 18TH day of JULY A.D. 2013

Jesse White

SECRETARY OF STATE

#1
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

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.

FILED

DEC 21 2012

JESSE WHITE
 SECRETARY OF STATE

PAID

DEC 26 2012

EXPEDITED
 SECRETARY OF STATE



CP0903820

File # 67754875 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>OnSale Holdings, Inc.</u>	<u>Illinois</u>	<u>67754875</u>
<u>OnSale, LLC</u>	<u>Illinois</u>	<u>03547051</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: OnSale Holdings, 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:

OnSale, LLC, an Illinois limited liability company (the "Subsidiary"), is hereby being merged with and into OnSale Holdings, Inc., an Illinois corporation (the "Parent"). The merger shall become effective on December 31, 2012 at 11:59 p.m. Eastern Standard Time (the "Effective Time"). Upon the Effective Time, the legal existence of the Subsidiary shall cease and the Parent shall continue its existence as the surviving entity. The outstanding membership interests of the Subsidiary shall be cancelled, without any payment being made in respect thereof, inasmuch as the Parent is the owner of all the outstanding membership interests of the Subsidiary.

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.
OnSale Holdings, 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 December 20 2012 OnSale Holdings, Inc.
Month & Day Year Exact Name of Corporation

Any Authorized Officer's Signature
Sam Khulusi, President
Name and Title (type or print)

Dated _____ Year _____ Exact Name of Corporation
Month & Day

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 December 20 2012 OnSale, LLC
Month & Day Year Exact Name of Limited Liability Company

Signature
Sam Khulusi, Manager
Name and Title (type or print)

Dated _____ Year _____ Exact Name of Limited Liability Company
Month & Day

Signature

Name and Title (type or print)

2

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

PAID

DEC 26 2012

EXPEDITED
SECRETARY OF STATE

FILED

DEC 21 2012

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 # 67754875 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>OnSale Holdings, Inc.</u>	<u>Illinois</u>	<u>67754875</u>
<u>eCost, LLC</u>	<u>Delaware</u>	<u>NR</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: OnSale Holdings, 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:

eCost, LLC, a Delaware limited liability company (the "Subsidiary"), is hereby being merged with and into OnSale Holdings, Inc., an Illinois corporation (the "Parent"). The merger shall become effective on December 31, 2012 at 11:59 p.m. Eastern Standard Time (the "Effective Time"). Upon the Effective Time, the legal existence of the Subsidiary shall cease and the Parent shall continue its existence as the surviving entity. The outstanding membership interests of the Subsidiary shall be cancelled, without any payment being made in respect thereof, inasmuch as the Parent is the owner of all the outstanding membership interests of the Subsidiary.

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.
OnSale Holdings, 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 December 20, 2012 OnSale Holdings, Inc.
Month & Day Year Exact Name of Corporation

Any Authorized Officer's Signature
Sam Khulusi, President
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 December 20, 2012 eCost, LLC
Month & Day Year Exact Name of Limited Liability Company

Signature
Sam Khulusi, Manager
Name and Title (type or print)

Dated _____, _____
Month & Day Year Exact Name of Limited Liability Company

Signature

Name and Title (type or print)