

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
A Squared Entertainment, LLC		08/07/2012	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	A Squared Holdings, LLC
Street Address:	9401 Wishire Blvd. Suite 608
City:	Beverly Hills
State/Country:	CALIFORNIA
Postal Code:	90212
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	85164178	AIRWALKER
Serial Number:	77788523	SECRET MILLIONAIRES CLUB
Registration Number:	3872497	E = A2 A SQUARED ENTERTAINMENT
Registration Number:	3804698	A SQUARED

CORRESPONDENCE DATA

Fax Number: 6502130260
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: (650) 812-1300
 Email: patrademarks@manatt.com
 Correspondent Name: Gail I. Nevius Abbas, Esq.
 Address Line 1: 1841 Page Mill Rd., Suite 200
 Address Line 4: Palo Alto, CALIFORNIA 94304

ATTORNEY DOCKET NUMBER:	41698-031(3131)A2NAME CHA
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CH \$115.00 85164178

NAME OF SUBMITTER:	A. Patricia Picou Green, Sr. Paralegal
Signature:	/A. Patricia Picou Green/
Date:	11/20/2013
Total Attachments: 3 source=A2H - Articles re Name Change#page1.tif source=A2H - Articles re Name Change#page2.tif source=A2H - Articles re Name Change#page3.tif	



State of California
Secretary of State

LLC-1

File #

200909110160

LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION

FILED
In the Office of the Secretary of State
of the State of California

APR 01 2009

A \$70.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

ENTITY NAME (End the name with the words "Limited Liability Company," or the abbreviations "LLC" or "L.L.C." The words "Limited" and "Company" may be abbreviated to "Ltd." and "Co.," respectively.)

1. NAME OF LIMITED LIABILITY COMPANY

A Squared Entertainment, LLC

PURPOSE (The following statement is required by statute and should not be altered.)

2. THE PURPOSE OF THE LIMITED LIABILITY COMPANY IS TO ENGAGE IN ANY LAWFUL ACT OR ACTIVITY FOR WHICH A LIMITED LIABILITY COMPANY MAY BE ORGANIZED UNDER THE BEVERLY-KILLEA LIMITED LIABILITY COMPANY ACT.

INITIAL AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both Items 3 and 4 must be completed. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and Item 3 must be completed (leave Item 4 blank).)

3. NAME OF INITIAL AGENT FOR SERVICE OF PROCESS

Andrew Heyward

4. IF AN INDIVIDUAL, ADDRESS OF INITIAL AGENT FOR SERVICE OF PROCESS IN CALIFORNIA CITY STATE ZIP CODE

929 Foothill Road Beverly Hills CA 90210

MANAGEMENT (Check only one)

5. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY:

ONE MANAGER

MORE THAN ONE MANAGER

ALL LIMITED LIABILITY COMPANY MEMBER(S)

ADDITIONAL INFORMATION

6. ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

EXECUTION

7. I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.

3/31/2009

DATE

Shannyn Crawford
SIGNATURE OF ORGANIZER

Shannyn Crawford

TYPE OR PRINT NAME OF ORGANIZER



State of California
Secretary of State

LIMITED LIABILITY COMPANY
CERTIFICATE OF AMENDMENT

A \$30.00 filing fee must accompany this form.

IMPORTANT - Read instructions before completing this form.

FILED [Signature]
in the office of the Secretary of State
of the State of California
AUG 09 2012

This Space For Filing Use Only

1. SECRETARY OF STATE FILE NUMBER: 200909110160
2. NAME OF LIMITED LIABILITY COMPANY: A SQUARED ENTERTAINMENT, LLC

3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED IF NECESSARY.
A. LIMITED LIABILITY COMPANY NAME (END THE NAME WITH THE WORDS "LIMITED LIABILITY COMPANY," "LTD. LIABILITY CO." OR THE ABBREVIATIONS "LLC" OR "L.L.C."): A SQUARED HOLDINGS, LLC
B. THE LIMITED LIABILITY COMPANY WILL BE MANAGED BY (CHECK ONE):
[] ONE MANAGER
[] MORE THAN ONE MANAGER
[] ALL LIMITED LIABILITY COMPANY MEMBER(S)
C. AMENDMENT TO TEXT OF THE ARTICLES OF ORGANIZATION:
D. OTHER MATTERS TO BE INCLUDED IN THIS CERTIFICATE MAY BE SET FORTH ON SEPARATE ATTACHED PAGES AND ARE MADE A PART OF THIS CERTIFICATE. OTHER MATTERS MAY INCLUDE A CHANGE IN THE LATEST DATE ON WHICH THE LIMITED LIABILITY COMPANY IS TO DISSOLVE OR ANY CHANGE IN THE EVENTS THAT WILL CAUSE THE DISSOLUTION.

4. FUTURE EFFECTIVE DATE, IF ANY: MONTH DAY YEAR

5. NUMBER OF PAGES ATTACHED, IF ANY:

6. IT IS HEREBY DECLARED THAT I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED.
[Signature] August 9, 2012
DATE
Andy Hayward, MEMBER
TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

7. RETURN TO:
NAME
FIRM
ADDRESS
CITY/STATE
ZIP CODE



I hereby certify that the foregoing transcript of _____ page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

OCT 31 2013 *RJ*

Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State

TRADEMARK

REEL: 005158 FRAME: 0345

RECORDED: 11/20/2013