

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2013

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hanley-Wood, LLC		12/31/2013	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Hanley Wood Media, Inc.
Street Address:	One Thomas Circle, N.W.
City:	Washington
State/Country:	DISTRICT OF COLUMBIA
Postal Code:	20005
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2912418	
Registration Number:	2920502	HANLEY WOOD
Registration Number:	2926234	IDEAS TO BUILD ON

CORRESPONDENCE DATA

Fax Number: 3125693459
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 312 569 1459
 Email: nancy.martinez-curtin@dbr.com
 Correspondent Name: Melissa S. Dillenbeck
 Address Line 1: 191 North Wacker Drive
 Address Line 2: Suite 3700
 Address Line 4: Chicago, ILLINOIS 60606

CH \$90.00 2912418

ATTORNEY DOCKET NUMBER:	506486
NAME OF SUBMITTER:	Melissa S. Dillenbeck
Signature:	/melissasdillenbeck-nmc/
Date:	01/13/2014
Total Attachments: 3 source=H-W--Hanley Wood Media Inc - Certificate of Merger - Filing 2 of 4_pdf#page1.tif source=H-W--Hanley Wood Media Inc - Certificate of Merger - Filing 2 of 4_pdf#page2.tif source=H-W--Hanley Wood Media Inc - Certificate of Merger - Filing 2 of 4_pdf#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:

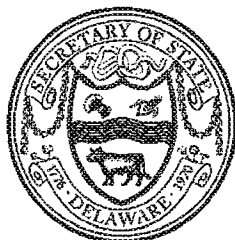
"HANLEY-WOOD, LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "HANLEY WOOD MEDIA, INC." UNDER THE NAME OF "HANLEY WOOD MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 4:21 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2013, AT 11:57 O'CLOCK P.M.


A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

5421892 8100M

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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1025134

DATE: 12-31-13

TRADEMARK
REEL: 005191 FRAME: 0321

CERTIFICATE OF MERGER
OF
HANLEY-WOOD, LLC
INTO
HANLEY WOOD MEDIA, INC.

Pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware
and Section 264 of the General Corporation Law of the State of Delaware

FIRST: The name and jurisdiction of formation or organization and domicile of each of the constituent entities is: Hanley-Wood, LLC, a Delaware limited liability company (the "LLC"), and Hanley Wood Media, Inc., a Delaware corporation (the "Corporation").

SECOND: The LLC and the Corporation have entered into an Agreement and Plan of Merger, dated as of December 31, 2013 (the "Merger Agreement"), providing for the merger of the LLC with and into the Corporation pursuant to Section 18-209 of the Limited Liability Company Act of the State of Delaware (the "DLLCA") and Sections 251 and 264 of the General Corporation Law of the State of Delaware (the "DGCL"). The Merger Agreement has been approved, adopted, certified, executed and acknowledged in accordance with Sections 18-204 and 18-209 of the DLLCA, in the case of the LLC, and Sections 103, 251 and 264 of the DGCL, in the case of the Corporation.

THIRD: The Corporation shall be the surviving entity of the merger and the Certificate of Incorporation of the Corporation shall be its Certificate of Incorporation.

FOURTH: The Merger Agreement is on file at an office of the Corporation at One Thomas Circle, N.W., Washington, DC 20005. A copy of the Merger Agreement will be furnished by the Corporation, on request and without cost, to any member of the LLC or to any stockholder of the Corporation.

FIFTH: This Certificate of Merger shall be effective as of December 31, 2013 at 11:57 pm.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Merger to be duly executed this 31st day of December, 2013.

HANLEY WOOD MEDIA, INC.

By: 

Name: Michael Bender

Title: Secretary

[HWLLC/Media - Certificate of Merger Signature Page]