

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT																										
NATURE OF CONVEYANCE:	CHANGE OF NAME																										
CONVEYING PARTY DATA																											
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CORRESPONDENCE DATA																											
Fax Number: 4083497750 <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> Email: tmbox@yahoo-inc.com Correspondent Name: Christian Dowell, Yahoo! Inc. Address Line 1: 701 First Avenue Address Line 4: Sunnyvale, CALIFORNIA 94089																											
NAME OF SUBMITTER:	Christian C. Dowell																										
Signature:	/Christian C. Dowell/																										
Date:	01/24/2014																										
Total Attachments: 6 source=Cert of Merger and Change of Name - PTCH Merger Corp to Dill#page1.tif source=Cert of Merger and Change of Name - PTCH Merger Corp to Dill#page2.tif source=Cert of Merger and Change of Name - PTCH Merger Corp to Dill#page3.tif source=Cert of Merger and Change of Name - PTCH Merger Corp to Dill#page4.tif source=Cert of Merger and Change of Name - PTCH Merger Corp to Dill#page5.tif source=Cert of Merger and Change of Name - PTCH Merger Corp to Dill#page6.tif																											

OP \$40.00 4318060

Delaware

PAGE 1

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:

"PICKLE ACQUISITION CORP.", A DELAWARE CORPORATION, WITH AND INTO "PTCH MERGER CORP." UNDER THE NAME OF "DILL, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRD DAY OF DECEMBER, A.D. 2013, AT 4:37 O'CLOCK P.M.


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

5432628 8100M

131372092



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0942596

DATE: 12-03-13

TRADEMARK
REEL: 005200 FRAME: 0648

CERTIFICATE OF MERGER
OF
PICKLE ACQUISITION CORP.
WITH AND INTO
PTCH MERGER CORP.

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), PTCH Merger Corp., a Delaware corporation ("PTCH") hereby certifies as follows:

FIRST: The name and state of incorporation of each of the constituent corporations of the merger (the "Constituent Corporations") are as follows:

<u>Name of Corporation</u>	<u>State of Incorporation</u>
PTCH Merger Corp.	Delaware
Pickle Acquisition Corp.	Delaware

SECOND: An Agreement and Plan of Merger, dated as of December 3, 2013 (the "Agreement and Plan of Merger"), by and among Yahoo! Inc., a Delaware corporation ("Parent"), Pickle Acquisition Corp., a Delaware corporation and a wholly-owned subsidiary of Parent ("Pickle"), PTCH and DreamWorks Animation SKG, Inc., a Delaware corporation, pursuant to which Pickle will merge with and into PTCH (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with the provisions of subsection (c) of Section 251 of the DGCL (and with respect to Pickle, Section 228 of the DGCL).

THIRD: PTCH shall be the surviving corporation in the Merger (the "Surviving Corporation"). The name of the Surviving Corporation shall be "Dill, Inc."

FOURTH: The Certificate of Incorporation of the Surviving Corporation shall be amended and restated in its entirety as set forth on Exhibit A, and, as so amended and restated, shall constitute the Amended and Restated Certificate of Incorporation of the Surviving Corporation.

FIFTH: The executed copy of the Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, the address of which is as follows:

Dill, Inc.
c/o Yahoo! Inc.
701 First Avenue
Sunnyvale, CA 94089

SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of either of the Constituent Corporations.

SEVENTH: The Merger shall become effective immediately upon the filing of this Certificate of Merger with the Secretary of State of the State of Delaware.

[REMINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, this Certificate of Merger has been executed by a duly authorized officer of PTCH this 3rd day December, 2013.

PTCH MERGER CORP.

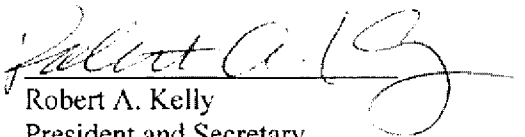
By: 
Robert A. Kelly
President and Secretary

EXHIBIT A

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
DILL, INC.**

ARTICLE I

The name of the Corporation is Dill, Inc.

ARTICLE II

The address of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801. The name of its registered agent in the State of Delaware at such address is The Corporation Trust Company.

ARTICLE III

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Delaware General Corporation Law (the "DGCL") as the same exists or may hereafter be amended.

ARTICLE IV

The total number of shares of stock that the Corporation shall have authority to issue is one hundred (100), consisting of one hundred (100) shares of common stock, par value \$0.0001 per share.

ARTICLE V

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors of the Corporation is expressly authorized to make, alter, amend or repeal the Bylaws of the Corporation.

ARTICLE VI

Elections of directors need not be by written ballot unless otherwise provided in the Bylaws of the Corporation.

ARTICLE VII

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

ARTICLE VIII

To the fullest extent permitted by the DGCL, as the same exists or may hereafter be amended, a director of the Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. The liability of a director of the Corporation to the Corporation or its stockholders for monetary damages shall be eliminated to the fullest extent permissible under applicable law in the event it is determined that the DGCL does not apply. The Corporation is authorized to provide by the Bylaw, agreement or otherwise for indemnification of directors, officers, employees and agents for breach of duty to the Corporation and its stockholders in excess of the indemnification otherwise permitted by applicable law. Any repeal or modification of this Article VIII shall not result in any liability for a director with respect to any action or omission occurring prior to such repeal or modification.

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