

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM335671

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ENTITY CONVERSION		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Vice Media Inc.		09/30/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Vice Media LLC		
Street Address:	97 North 10th Street		
City:	Brooklyn		
State/Country:	NEW YORK		
Postal Code:	11211		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4413712	MOTHERBOARD	
Registration Number:	4688917	NOISEY	
CORRESPONDENCE DATA			
Fax Number:	6173382880		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	617-338-2943		
Email:	kherman@sandw.com		
Correspondent Name:	Kimberly B. Herman		
Address Line 1:	One Post Office Square		
Address Line 4:	Boston, MASSACHUSETTS 02109		
NAME OF SUBMITTER:	Kimberly B. Herman		
SIGNATURE:	/Kimberly B. Herman/		
DATE SIGNED:	03/19/2015		
Total Attachments: 6			
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Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "VICE MEDIA INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "VICE MEDIA INC." TO "VICE MEDIA LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2014, AT 5:59 O'CLOCK P.M.

3025192 8100V

141241072



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1743598

DATE: 10-01-14

TRADEMARK
REEL: 005481 FRAME: 0969

CERTIFICATE OF CONVERSION
FROM A CORPORATION TO
A LIMITED LIABILITY COMPANY PURSUANT TO
SECTION 18-214 OF THE LIMITED LIABILITY COMPANY ACT
September 30, 2014

The undersigned, an authorized person, for the purpose of converting Vice Media Inc., a Delaware corporation (the "Corporation"), to a limited liability company under the provisions of and subject to the requirements of Section 18-214 of the Delaware Limited Liability Company Act (the "Act"), hereby certifies that:

FIRST: The jurisdiction where the Corporation first formed is Delaware.

SECOND: The jurisdiction immediately prior to filing this Certificate is Delaware.


THIRD: The date the Corporation first formed is April 7, 1999.

FOURTH: The name of the Corporation immediately prior to filing this Certificate is Vice Media Inc.

FIFTH: The name of the Limited Liability Company as set forth in the Certificate of Formation is Vice Media LLC.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Conversion as of the date first written above.

By: 
Name: RICHARD BISSON
Title: Secretary

[Signature Page to Certificate of Conversion]

Delaware

PAGE 2

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "VICE MEDIA LLC" FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2014, AT 5:59 O'CLOCK P.M.

3025192 8100V

141241072



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


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1743598

DATE: 10-01-14

TRADEMARK
REEL: 005481 FRAME: 0972

CERTIFICATE OF FORMATION
OF
VICE MEDIA LLC

September 30, 2014

The undersigned, an authorized natural person, for the purpose of forming a limited liability company under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (the "Company") is Vice Media LLC.

SECOND: The address of the Company's registered office in the State of Delaware is at 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808. The name of its registered agent at such address is Corporation Service Company.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has executed this Certificate
of Formation as of the date first written above.



Name: RICHARD BISCON
Title: Authorized Person

[Signature Page to Certificate of Formation]