

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM418230

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|---|---------------------------|-----------------------|-----------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| North American Membership Group Inc. | | 03/04/2015 | Corporation: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Scout Media Holdings Inc. | | |
| Street Address: | 12301 Whitewater Drive | | |
| City: | Minnetonka | | |
| State/Country: | MINNESOTA | | |
| Postal Code: | 55343 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 86278606 | SCOUT | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2129753425 | | |
| <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: | 212-975-3425 | | |
| Email: | trademarks@cbs.com | | |
| Correspondent Name: | Stacy Wu | | |
| Address Line 1: | 51 West 52nd Street | | |
| Address Line 4: | New York, NEW YORK 10019 | | |
| ATTORNEY DOCKET NUMBER: | SCOUT Assignments/North A | | |
| NAME OF SUBMITTER: | Stacy Wu | | |
| SIGNATURE: | /Stacy Wu/ | | |
| DATE SIGNED: | 03/03/2017 | | |
| Total Attachments: 2 | | | |
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| source=North American to Scout Media#page2.tif | | | |

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Delaware

The First State

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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 AMENDMENT OF "NORTH AMERICAN MEMBERSHIP GROUP INC.", CHANGING ITS NAME FROM "NORTH AMERICAN MEMBERSHIP GROUP INC." TO "SCOUT MEDIA HOLDINGS, INC.", FILED IN THIS OFFICE ON THE FOURTH DAY OF MARCH, A.D. 2015, AT 5:39 O'CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20171438192

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

Authentication: 202115873
Date: 02-28-17

TRADEMARK
REEL: 006001 FRAME: 0180

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
NORTH AMERICAN MEMBERSHIP GROUP INC.**

North American Membership Group Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), certifies that:

1. The name of the Corporation is North American Membership Group Inc. The Corporation was originally incorporated under the name "NAOG Inc." The Corporation's original Certificate of Incorporation was filed with the Secretary of State of the State of Delaware on October 4, 1999.

2. This Certificate of Amendment of Amended and Restated Certificate of Incorporation was duly adopted in accordance with Section 242 of the General Corporation Law of the State of Delaware and amends the provisions of the Corporation's Amended and Restated Certificate of Incorporation.

3. The terms and provisions of this Certificate of Amendment of Amended and Restated Certificate of Incorporation have been duly approved by written consent of the required number of shares of outstanding stock of the Corporation pursuant to Subsection 228(a) of the General Corporation Law of the State of Delaware.

4. Article I of the Amended and Restated Certificate of Incorporation is hereby amended to read in its entirety as follows:

"The name of the Corporation is Scout Media Holdings, Inc."

IN WITNESS WHEREOF, North American Membership Group Inc. has caused this Certificate of Amendment of Amended and Restated Certificate of Incorporation to be signed by a duly authorized officer of the Corporation, on March 4, 2015.

/s/Steven Rindner
Steven Rindner
Chief Strategy Officer and General Counsel