

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM438085

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	05/18/2007

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Film Roman, LLC	FORMERLY Film Roman, Inc.	05/18/2007	Limited Liability Company: DELAWARE

**NEWLY MERGED ENTITY DATA**

Name	Execution Date	Entity Type
Film Roman, LLC	05/18/2007	Corporation: DELAWARE

**MERGED ENTITY'S NEW NAME (RECEIVING PARTY)**

<b>Name:</b>	Film Roman, LLC
<b>Street Address:</b>	6320 Canoga Avenue
<b>Internal Address:</b>	Suite #490
<b>City:</b>	Woodland Hills
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	91367
<b>Entity Type:</b>	Limited Liability Company: DELAWARE
<b>Name:</b>	Film Roman, LLC
<b>Street Address:</b>	6320 Canoga Avenue
<b>Internal Address:</b>	Suite #490
<b>City:</b>	Woodland Hills
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	91367
<b>Entity Type:</b>	Limited Liability Company: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
<b>Serial Number:</b>	75065517	FILM ROMAN

**CORRESPONDENCE DATA**

Fax Number:

*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.*

**Phone:** 818 748 4000  
**Email:** jeff.kranzdorf@filmroman.com  
**Correspondent Name:** Jeff Kranzdorf  
**Address Line 1:** 6320 Canoga Avenue  
**Address Line 2:** Suite #490  
**Address Line 4:** Woodland Hills, CALIFORNIA 91367

**NAME OF SUBMITTER:** Jeffrey P. Kranzdorf

**SIGNATURE:** /Jeffrey P. Kranzdorf/

**DATE SIGNED:** 08/04/2017

**Total Attachments: 19**

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source=History of Film Roman-Delaware and California Filings 1996-2007#page5.tif  
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# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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 "FILM ROMAN, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "FILM ROMAN, INC." TO "FILM ROMAN, LLC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF AUGUST, A.D. 2006, AT 10:59 O'CLOCK A.M.

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



2620917 8100V

060761781

*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4974766

DATE: 08-15-06

TRADEMARK  
REEL: 006123 FRAME: 0392

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT

- 1.) The jurisdiction where the Corporation first formed is Delaware
- 2.) The jurisdiction immediately prior to filing this Certificate is Delaware
- 3.) The date the corporation first formed is 05/09/96
- 4.) The name of the Corporation immediately prior to filing this Certificate is  
Film Roman, Inc.
- 5.) The name of the Limited Liability Company as set forth in the Certificate of  
Formation is Film Roman, LLC

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
15<sup>th</sup> day of August, A.D. 2006

By: Joyce Mason  
Authorized Person

Name: Joyce Mason  
Print or Type

2

# Delaware

PAGE 2

*The First State*

I, HARRIET SMITH WINDSOR, 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 "FILM ROMAN, LLC." FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF AUGUST, A.D. 2006, AT 10:59 O'CLOCK A.M.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

2620917 8100V

060761781

AUTHENTICATION: 4974766

DATE: 08-15-06

TRADEMARK  
REEL: 006123 FRAME: 0395

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 10:59 AM 08/15/2006  
FILED 10:59 AM 08/15/2006  
SRV 060761781 - 2620917 FILE

CERTIFICATE OF FORMATION

OF

FILM ROMAN, LLC

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1. The name of the limited liability company is Film Roman, LLC.
2. The address of its registered office in the State of Delaware is 2711 Centerville Road Suite 400, in the City of Wilmington, Zip Code 19808. The name of its registered agent at such address is The Prentice-Hall Corporation System, Inc.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Film Roman, LLC on this 15th day of August, 2006.

/s/ Marni Chorzewski.....

Marni Chorzewski  
Authorized Person

3

# Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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:

"DIVERSION ENTERTAINMENT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"FILM ROMAN, LLC.", A DELAWARE LIMITED LIABILITY COMPANY,

"LEVEL 13 ENTERTAINMENT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"STARZ ANIMATION SPECIAL PROJECTS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "FILM ROMAN CALIFORNIA, LLC" UNDER THE NAME OF "FILM ROMAN, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF MAY, A.D. 2007, AT 11:24 O'CLOCK A.M.

4176487 8100M

070564188



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5676283

DATE: 05-15-07

TRADEMARK  
REEL: 006123 FRAME: 0397



State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 12:04 PM 05/15/2007  
FILED 11:24 AM 05/15/2007  
SRV 070564188 - 4176487 FILE

CERTIFICATE OF MERGER OF  
FILM ROMAN, LLC  
DIVERSION ENTERTAINMENT, LLC  
STARZ ANIMATION SPECIAL PROJECTS, LLC  
AND  
LEVEL 13 ENTERTAINMENT, LLC  
WITH AND INTO  
FILM ROMAN CALIFORNIA, LLC

To the Secretary of State  
State of Delaware

The undersigned, Film Roman California, LLC, a Delaware limited liability company, does hereby certify:

FIRST. That the name and state of incorporation of each of the constituent entities of the merger is as follows:

NAME	JURISDICTION OF FORMATION or ORGANIZATION
FILM ROMAN CALIFORNIA, LLC	Delaware
FILM ROMAN, LLC	Delaware
DIVERSION ENTERTAINMENT, LLC	Delaware
STARZ ANIMATION SPECIAL PROJECTS, LLC	Delaware
LEVEL 13 ENTERTAINMENT, LLC	Delaware

SECOND. That an agreement and plan of merger among the constituent entities has been approved and executed by each of the constituent entities in accordance with the requirements of Section 18-209 of the Delaware Limited Liability Company Act.

THIRD. That the name of the surviving entity of the merger is Film Roman California, LLC (the "Surviving Entity").

FOURTH. That the certificate of formation of the Surviving Entity is hereby amended as follows:

Section 1 of the Certificate of Formation is amended to read in its entirety as follows:

"The name of the limited liability company is Film Roman, LLC."

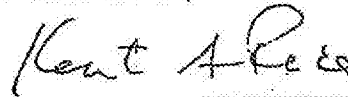
FIFTH. That the executed agreement and plan of merger is on file at the principal place of business of the Surviving Entity located at 2950 North Hollywood Way, Burbank, California 91505.

SIXTH. That a copy of the agreement and plan of merger will be furnished by the Surviving Entity, on request and without cost, to any member of any constituent entity of the merger.

IN WITNESS WHEREOF, Film Roman California, LLC has caused this Certificate of Merger to be executed by an authorized person on its behalf.

FILM ROMAN CALIFORNIA, LLC

By:



Kent A. Rice, Chief Executive Officer  
Authorized Person

# Delaware

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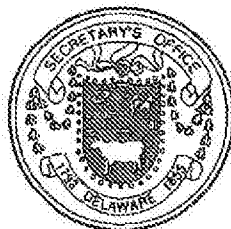
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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:

"DPS FILM ROMAN, INC.", A CALIFORNIA CORPORATION,  
WITH AND INTO "LMC-DPS FILM ROMAN, INC." UNDER THE NAME OF "LMC-DPS FILM ROMAN, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE ELEVENTH DAY OF AUGUST, A.D. 2006, AT 1:44 O'CLOCK P.M.

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



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

4182232 8100M

060754792

AUTHENTICATION: 4969139

DATE: 08-11-06

TRADEMARK  
REEL: 006123 FRAME: 0400

STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
FOREIGN CORPORATION INTO  
A DOMESTIC CORPORATION

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

FIRST: The name of the surviving corporation is LMC-DPS Film Roman, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is DPS Film Roman, Inc., a California corporation.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8 Section 252 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation is LMC-DPS Film Roman, Inc., a Delaware corporation.

FOURTH: The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation. (If amendments are affected please set forth)

FIFTH: The authorized stock and par value of the non-Delaware corporation is 1,500 Common, \$.01 par value

SIXTH: The merger is to become effective on filing

SEVENTH: The Agreement of Merger is on file at 12300 Liberty Boulevard Englewood, CO 80112, an office of the surviving corporation.

EIGHTH: A copy of the Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized officer, the 11<sup>th</sup> day of August, A.D., 2006

By: \_\_\_\_\_  
Authorized Officer  
Name: John H. [Signature]  
Print or Type  
Title: President

By: Joyce Mason  
Authorized Officer  
Name: Joyce Mason  
Print or Type  
Title: Secretary

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# Delaware

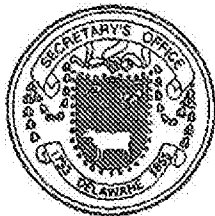
PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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:

"LMC-DPS FILM ROMAN, INC.", A DELAWARE CORPORATION,  
WITH AND INTO "DPS FILM ROMAN, LLC" UNDER THE NAME OF "DPS FILM ROMAN, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FOURTEENTH DAY OF AUGUST, A.D. 2006, AT 6:29 O'CLOCK P.M.

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



4176487 8100M

060760681

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4973441

DATE: 08-14-06

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:29 PM 08/14/2006  
FILED 06:29 PM 08/14/2006  
SRV 060760681 - 4176487 FILE

STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATION INTO  
DOMESTIC LIMITED LIABILITY COMPANY

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Section 18-209 of the Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is DPS Film Roman, LLC and the name of the corporation being merged into this surviving limited liability company is LMC-DPS Film Roman, Inc.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by the surviving limited liability company and the merging corporation.

THIRD: The name of the surviving limited liability company is DPS Film Roman, LLC

FOURTH: The Agreement of Merger is on file at 12300 Liberty Boulevard Englewood, CO 80112, the principal place of business of the surviving limited liability company.

FIFTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of any constituent limited liability company or stockholder of any constituent corporation.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to

be signed by an authorized person, the 14<sup>th</sup> day of August, A.D.,  
2006

By: Joyce Mason  
Authorized Person

Name: Joyce Mason  
Print or Type

Title: Secretary



# Delaware

PAGE 1

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## The First State

I, HARRIET SMITH WINDSOR, 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 "DPS FILM ROMAN, LLC", CHANGING ITS NAME FROM "DPS FILM ROMAN, LLC" TO "FILM ROMAN CALIFORNIA, LLC", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF AUGUST, A.D. 2006, AT 3:54 O'CLOCK P.M.



4176487 8100

060792635

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4998366

DATE: 08-24-06

TRADEMARK  
REEL: 006123 FRAME: 0406

STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT

1. Name of Limited Liability Company: DPS Film Roman, LLC

2. The Certificate of Formation of the limited liability company is hereby amended as follows: Section 1 of the Certificate of Formation is amended to read in its entirety as follows:

"The name of the limited liability company is Film Roman California, LLC."

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the 24<sup>th</sup> day of August A.D. 2006

By: \_\_\_\_\_

Authorized Person(s)

Name: John Hyde

Print or Type



State of California Secretary of State

LIMITED LIABILITY COMPANY APPLICATION FOR REGISTRATION

File # 200616710149

FILED In the office of the Secretary of State of the State of California

JUN 16 2006

A \$76.00 filing fee AND a certificate of good standing from an authorized public official of the jurisdiction of formation must accompany this form.

IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

ENTITY NAME (End the name in item 1 with the words "Limited Liability Company," "Ltd. Liability Co." or the abbreviations "LLC" or "L.L.C.")

1. NAME UNDER WHICH THE FOREIGN LIMITED LIABILITY COMPANY PROPOSES TO REGISTER AND TRANSACT BUSINESS IN CALIFORNIA
DPS Film Roman, LLC

2. NAME OF THE FOREIGN LIMITED LIABILITY COMPANY, IF DIFFERENT FROM THAT ENTERED IN ITEM 1 ABOVE

DATE AND PLACE OF ORGANIZATION

3. THIS FOREIGN LIMITED LIABILITY COMPANY WAS FORMED ON 6 - 16 - 06 IN Delaware (MONTH) (DAY) (YEAR) (STATE OR COUNTRY)

AND IS AUTHORIZED TO EXERCISE ITS POWERS AND PRIVILEGES IN THAT STATE OR COUNTRY.

AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and both items 4 and 5 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 4 must be completed (Issue item 3 blank).

4. NAME OF AGENT FOR SERVICE OF PROCESS
The Prentice-Hall Corporation System, Inc.

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

APPOINTMENT (The following statement is required by statute and may not be altered.)

6. IN THE EVENT THE ABOVE AGENT FOR SERVICE OF PROCESS RESIGNS AND IS NOT REPLACED, OR IF THE AGENT CANNOT BE FOUND OR SERVED WITH THE EXERCISE OF REASONABLE DILIGENCE, THE SECRETARY OF STATE OF THE STATE OF CALIFORNIA IS HEREBY APPOINTED AS THE AGENT FOR SERVICE OF PROCESS OF THIS FOREIGN LIMITED LIABILITY COMPANY.

OFFICE ADDRESSES (Do not abbreviate the name of the city.)

7. ADDRESS OF THE PRINCIPAL EXECUTIVE OFFICE CITY AND STATE ZIP CODE
12300 Liberty Boulevard Englewood, CO 80112

8. ADDRESS OF THE PRINCIPAL OFFICE IN CALIFORNIA, IF ANY CITY STATE ZIP CODE
2950 North Hollywood Way Burbank CA 91505

EXECUTION

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

Joyce Mason SIGNATURE OF AUTHORIZED PERSON

6/16/06 DATE

Joyce Mason TYPE OR PRINT NAME OF AUTHORIZED PERSON

Authorized Rep. TITLE OF AUTHORIZED PERSON

RETURN TO (Enter the name and the address of the person or firm to whom a copy of the filed document should be returned.)

10. NAME FIRM ADDRESS CITY/STATE/ZIP

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "DPS FILM ROMAN, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JUNE, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "DPS FILM ROMAN, LLC" WAS FORMED ON THE SIXTEENTH DAY OF JUNE, A.D. 2006.

200616710149

*Harriet Smith Windsor*

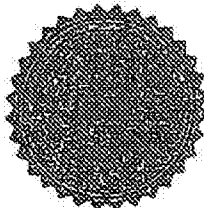
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4834187

DATE: 06-16-06

4176487 8300

060584848



TRADEMARK

REEL: 006123 FRAME: 0409



State of California  
Secretary of State

**FILED** 16  
In the office of the Secretary of State  
of the State of California

MAY 18 2007

LIMITED LIABILITY COMPANY  
APPLICATION FOR REGISTRATION  
CERTIFICATE OF AMENDMENT

A \$30.00 filing fee must accompany this form  
IMPORTANT - Read instructions before completing this form.

This Space For Filing Use Only

1. Secretary of State File Number 200616710149

2. Name under which this foreign limited liability company is conducting business in California:  
FILM ROMAN CALIFORNIA, LLC

3. COMPLETE ONLY THE SECTIONS WHERE INFORMATION IS BEING CHANGED. ADDITIONAL PAGES MAY BE ATTACHED, IF NECESSARY. CONSULT THE INSTRUCTIONS BEFORE COMPLETING THIS FORM.

A. The name under which this foreign limited liability company conducts business in California. (End the name with the words "Limited Liability Company," or "Ltd. Liability Co.," or the abbreviations "LLC" or "L.L.C.")

FILM ROMAN, LLC

B. The name of the foreign limited liability company has been changed as follows and has been recorded in the home state or country:

FILM ROMAN, LLC

C. State or country of formation of the foreign limited liability company, if false or erroneous at time of registration.

D. Date on which the foreign limited liability company was formed, if false or erroneous at time of registration.

E. Address of the principal executive office: City State Zip Code

F. Address of the principal office in California: City State CA Zip Code

4. Future effective date, if any: Month Day Year

5. Number of pages attached, if any:

6. Declaration: It is hereby declared that I am the person who executed this instrument, which execution is my act and deed.

*Kent A. Rice*  
Signature of Authorized Person

Kent A. Rice, Chief Executive Officer

Type or Print Name and Title of Authorized Person

5-2-07  
Date

RETURN TO:

NAME  Mariene J Hill  
FIRM  d/o Liberty Media Corporation  
ADDRESS 12300 Liberty Boulevard  
CITY/STATE  Englewood, Colorado 80112  
ZIP CODE

SECSTATE (REV. 03/2005)

FORM LLC-6 - FILING FEE: \$30.00  
Approved by Secretary of State