

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM475607

SUBMISSION TYPE:	RESUBMISSION
NATURE OF CONVEYANCE:	CHANGE OF NAME
RESUBMIT DOCUMENT ID:	900445828

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
MANWIN IP S.À R.L.		05/24/2014	Limited Liability Company: LUXEMBOURG

RECEIVING PARTY DATA

Name:	MG IP S.À R.L.
Street Address:	32 BOULEVARD ROYAL
City:	LUXEMBOURG
State/Country:	LUXEMBOURG
Postal Code:	L-2449
Entity Type:	Limited Liability Company: LUXEMBOURG

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3305624	WE LIVE TOGETHER

CORRESPONDENCE DATA

Fax Number: 3102318311
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: (310) 312-3750
Email: skb@msk.com
Correspondent Name: S. Bevins/Mitchell Silberberg & Knupp
Address Line 1: 11377 West Olympic Boulevard
Address Line 4: Los Angeles, CALIFORNIA 90064-1683

ATTORNEY DOCKET NUMBER:	43277-00284
NAME OF SUBMITTER:	Evan M. Kent
SIGNATURE:	/EMK012362/
DATE SIGNED:	05/25/2018

Total Attachments: 13

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ABSTRACT

MG IP S.à r.l.

Registration number: B 169286**Registration date:** 06/13/2012**Legal or company name(s):**

MG IP S.à r.l.

Legal form: Limited liability company**Registered office:**32, Boulevard Royal
L - 2449 Luxembourg

Company object: The object of the Company is the taking of participating interests, in any form whatsoever, in other Luxembourg or foreign companies, and the management, control and development of such participating interests. The Company may acquire and develop all intellectual property rights (patents, domain names, etc.) and other rights deriving therefrom or complementary thereto. The company may also contract loans and grant guarantees and securities for such loans. It may grant all kinds of support, loans, advances and guarantees to companies in which it has a direct or indirect participation or which are members of the same group. The Company may also contract loans from third parties. The Company may in particular, by way of contribution, subscription, option, purchase or by any other way, acquire movables of all kinds and may realize them by way of sale, transfer, exchange or otherwise. The Company may, moreover, carry out any commercial, industrial or financial operations, as well as any transactions, in respect of either moveable or immoveable property, that it may deem of use in the accomplishment of its object.

Corporate capital:

Amount: 12,500 EUR

Share capital: Fully paid up

Incorporation date: 06/05/2012**Duration:**

Unlimited

Financial year:

Exceptionally, the financial year that started on 06/05/2012 will end on 12/31/2012.

From: 01/01 to: 12/31

Partner(s):

Legal or company name: Licensing IP International S.à r.l.

Legal form: Limited liability company

Registration number: B 158298

Registered office of the legal entity:

32, Boulevard Royal, L - 2449 Luxembourg

Shares held: 500

Mailing address: L-2961 Luxembourg Tel. (+352) 26 428-1 Fax (+352) 26 42 85 55 www.rcsl.lu

RCSL (*Registre du commerce et des sociétés Luxembourg* [Luxembourg Trade and Companies Register]) G.I.E. (*Groupement d'intérêt économique* [Economic Interest Group]) R.C.S. Luxembourg C24 Registered office and branches: Centre administratif Pierre Werner, 13, rue Erasme L-1468 Luxembourg

TRADEMARK**REEL: 006339 FRAME: 0828**

Director(s)/manager(s):

Statutory corporate signature: The Company shall be bound by the signature of its sole manager alone, and, in case of several managers, by the joint signature of two members of the management board.

Legal or company name: MindGeek SARL

Registration number: B 181337

Position: Manager

Registered office of the legal entity:

32, Boulevard Royal, L - 2449 Luxembourg

Duration of term: Indeterminate Date of appointment: 10/18/2013

(*) Abstract of record: For details please refer to the dossier.

Certified true abstract (1)

Luxembourg, 12/21/2015

The manager of the Trade and Companies Register (2)

¹ By application of Article 21 paragraph 2 of the amended law of December 19, 2002, on the Trade and Companies Register as well as the bookkeeping and annual accounts of companies, and Article 21 of the amended Grand-Ducal Regulation of January 23, 2003, implementing the act of December 19, 2002, the present abstract shows at least the updated situation of the data communicated to the Trade and Companies Register up to three days prior to the date of issue of the said abstract. If an amendment was notified to the Trade and Companies Register in the meantime, it is possible that it had not been taken into account when the abstract was issued.

² This abstract was created and signed electronically.

The manager of the Trade and Companies Register can only guarantee the authenticity of origin and integrity of the data contained in this abstract with respect to the data registered in the Trade and Companies Register if this abstract bears an electronic signature issued by the manager of the Trade and Companies Register.

MEMORIAL

Journal Officiel
du Grand-Duché de
Luxembourg

**MEMORIAL**

Amtsblatt
des Großherzogtums
Luxembourg

RECUEIL DES SOCIÉTÉS ET ASSOCIATIONS

Le présent recueil contient les publications prévues par la loi modifiée du 10 août 1915 concernant les sociétés commerciales et par la loi modifiée du 21 avril 1928 sur les associations et les fondations sans but lucratif.

C — N° 1341**24 mai 2014****SOMMAIRE**

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**MG IP S.à r.l., Société à responsabilité limitée,
(anc. Manwin IP S.à r.l.).**

Capital social: EUR 12.500,00.

Siège social: L-2449 Luxembourg, 32, boulevard Royal.

R.C.S. Luxembourg B 169.286.

In the year two thousand and fourteen, on the twenty-eighth day of the month of February.

Before Us, Maître Francis KESSELER, notary residing in Esch-sur-Alzette, Grand-Duchy of Luxembourg.

THERE APPEARED:

Licensing IP International S.à r.l., a private limited liability company (société à responsabilité limitée) incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 32, boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 158.298,

here represented by Mrs Sofia AFONSO-DA CHAO CONDE, private employee, residing professionally in Esch/Alzette, by virtue of a proxy established under private seal.

I. The said proxy, signed ne varietur by the proxyholder of the person appearing and the undersigned notary, will remain annexed to the present deed to be filed with the registration authorities.

II. The appearing party declare being the sole shareholder (the "Sole Shareholder") of Manwin IP S.à r.l., a private limited liability company (société à responsabilité limitée) incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 32, boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 169.286, incorporated by a deed of the undersigned notary of 5 June 2012, published in the Memorial C, Recueil des Sociétés et Associations under number 1713, page 82178 on 6 July 2012 (the "Company").

III. The appearing party, duly represented, having recognised to be fully informed of the resolutions to be taken on the basis of the following agenda:

Agenda:

1. Change of the corporate name of the Company into "MG IP S.à r.l.";
2. Amendment of Article 4 of the articles of association of the Company, as amended from time to time (the "Articles") in order to reflect the resolution to be adopted above; and
3. Miscellaneous.

The appearing party has requested the undersigned notary to document the following resolutions:

First resolution

The Sole Shareholder **RESOLVES** to change the corporate name of the Company into "MG IP S.à r.l.".

Second resolution

So as to reflect the above resolution, the Sole Shareholder **RESOLVES** to amend Article 4 of the Articles which shall forthwith read as follows:

" **Art. 4.** The company will have the name MG IP S.à r.l.".

Expenses

The expenses, costs, fees and charges of any kind whatsoever, which fall to be paid by the Company as a result of this document are estimated at approximately one thousand three hundred euro (EUR 1,300.-).

Declaration

Whereof, the present deed was drawn up in Esch/Alzette, on the day named at the beginning of this document.

The undersigned notary who knows English, states herewith that on request of the above appearing person, the present deed is worded in English followed by a French version; on request of the same person and in case of divergences between the English and the French text, the English text will prevail.

The document having been read to the proxyholder of the person appearing, who is known to the notary by his surname, first name, civil status and residence, he signed together with Us notary this original deed.

Suit la traduction française du texte qui précède:

L'an deux mille quatorze, le vingt-huit février.

Par-devant Nous, Maître Francis KESSELER, notaire de résidence à Esch-sur-Alzette, Grand-Duché de Luxembourg.

A COMPARU:

Licensing IP International S.à r.l., une société à responsabilité limitée constituée et existante selon les lois du Grand-Duché de Luxembourg, ayant son siège social au 32, boulevard Royal, L-2449 Luxembourg, Grand-Duché de Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 158.298,

ici représenté par Madame Sofia AFONSO-DA CHAO CONDE, employée privée, résidant professionnellement à Esch/Alzette, en vertu d'une procuration donnée sous seing privé.

I. Ladite procuration signée ne varietur par le mandataire du comparant et le notaire instrumentant restera annexée au présent acte pour être soumise aux fins d'enregistrement.

II. Le comparant déclare être l'associé unique (l'«Associé Unique») de Manwin IP S.à r.l., une société à responsabilité limitée constituée et existante selon les lois du Grand-Duché de Luxembourg, ayant son siège social au 32, boulevard Royal, L-2449 Luxembourg, Grand-Duché de Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 169.286, constituée par acte du notaire instrumentant en date du 5 juin 2012, publié au Mémorial C, Recueil des Sociétés et Associations sous le numéro 1713, page 82178 du 6 juillet 2012 (la «Société»).

III. Le comparant, représenté comme mentionné ci-dessus, reconnaît être entièrement informé des résolutions à prendre sur base de l'ordre du jour suivant:

Ordre du jour:

1. Changement de la dénomination de la Société en «MG IP S.à r.l.»;
2. Modification de l'Article 4 des statuts de la Société, tels que modifiés (les «Statuts») de façon à refléter la résolution à adopter ci-dessus; et
3. Divers.

La partie comparante a requis le notaire instrumentant de prendre acte des résolutions suivantes:

Première résolution

L' Associé Unique DECIDE de changer la dénomination de la Société en «MG IP S.à r.l.».

Deuxième résolution

Afin de refléter les résolutions adoptées ci-dessus, l'Associé Unique DECIDE de modifier l'Article 4 des Statuts qui aura désormais la teneur suivante:

« Art. 4. La société aura la dénomination MG IP S.à r.l.»

Évaluation des frais

Les frais, dépenses, honoraires et charges de toute nature incombant à la Société en raison du présent acte sont évalués à environ mille trois cents euros (EUR 1.300,-).

Déclaration

Dont acte, fait et passé à Esch/Alzette, date qu'en tête des présentes.

Le notaire instrumentant qui connaît la langue anglaise, déclare par la présente qu'à la demande du comparant ci-avant, le présent acte est rédigé en langue anglaise, suivi d'une version française, et qu'à la demande du même comparant, en cas de divergences entre le texte anglais et le texte français, la version anglaise primera.

Lecture du présent acte fait et interprétation donnée au mandataire des comparants à Luxembourg, connu du notaire instrumentant par son nom, prénom usuel, état et demeure, il a signé avec Nous, notaire, le présent acte.

Signé: Conde, Kessler.

Enregistré à Esch/Alzette Actes Civils, le 06 mars 2014. Relation: EAC/2014/3415. Reçu soixante-quinze euros 75,00 €

Le Receveur B. (signé): M. Halsdorf.

POUR EXPEDITION CONFORME.

Référence de publication: 2014043427/95.

(140049304) Déposé au registre de commerce et des sociétés de Luxembourg, le 25 mars 2014.

Cannad'Our Sarl, Société à responsabilité limitée.

Siège social: L-9757 Kalborn, 2, Am Eck.

R.C.S. Luxembourg B.175.187.

Les comptes annuels au 31 décembre 2013 ont été déposés au registre de commerce et des sociétés de Luxembourg. Pour mention aux fins de la publication au Mémorial, Recueil des Sociétés et Associations.

Signature.

Référence de publication: 2014043911/10.

(140050567) Déposé au registre de commerce et des sociétés de Luxembourg, le 26 mars 2014.



TRANSPERFECT

City of New York, State of New York, County of New York

I, Aurora Landman, hereby certify that the document, "MG IP_Name Chnage_Official Memorial Luxembourg" is, to the best of my knowledge and belief, a true and accurate translation from French into English.

Aurora Landman

Sworn to before me this
May 22, 2018

Signature, Notary Public



Stamp, Notary Public

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TRADEMARK

REEL: 006339 FRAME: 0833

64321

OFFICIAL GAZETTE
Official Journal
of the Grand Duchy of
Luxembourg

Listing of Companies and Associations

This listing contains the publications stipulated by the amended law of August 10, 1915 concerning commercial corporations,
and by the amended law of April 21, 1928 concerning non-profit associations and foundations.

C – No. 1341

May 24, 2014

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**MG IP S.a. r.l., Limited Liability Company
(formerly Marwin IP S.a. r.l.)
Share capital: EUR 12,500.00.**

Registered office: L-2449 Luxembourg, 32, boulevard Royal.
Trade and Companies Register of Luxembourg B 169.286.

[bilingual text]

Here follows the French translation of the preceding text:

In the year two thousand and fourteen, February twenty-eighth.
Before Us, Francis KESSELER, Esq., notary residing in Esch-sur-Alzette, Grand-Duchy of Luxembourg.

THERE APPEARED:

Licensing IP International S.à r.l., a limited-liability company (*société à responsabilité limitée*) incorporated and existing under the laws of the Grand Duchy of Luxembourg, having registered office at 32, boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Corporate Registry under number B 158.298,

here represented by Ms. Sofia AFONSO-DA CHAO CONDE, a private employee residing professionally in Esch/Alzette, by virtue of a power of attorney drawn up as a private instrument.

- I. Said power of attorney, signed *ne varietur* by the legal representative of the appearing party and the undersigned notary, shall remain attached to this instrument, to be filed with the registration authorities.
- II. The appearing party represents being the sole shareholder (the "Sole Shareholder") of Manwin IP S.à r.l., a limited-liability company incorporated and existing under the laws of the Grand Duchy of Luxembourg, having registered office at 32, boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Corporate Registry under number B 169.286, incorporated pursuant to an instrument issued by the witnessing notary dated June 5, 2012, published in Memorial C, *Recueil des Sociétés et Associations* [Listing of Corporations and Associations] under number 1713, page 82178 on July 6, 2012 (the "Company").
- III. The appearing party, duly represented, acknowledges having been fully informed of the resolutions to be taken on the basis of the following agenda:

Agenda:

1. Change of the Company's corporate name to "MG IP S.à r.l.";
2. Amendment of Article 4 of the Company bylaws, as amended (the "Bylaws"), to reflect the resolution to be adopted above; and
3. Miscellaneous.

The appearing party has requested the witnessing notary to record the following resolutions:

First resolution

The Sole Shareholder **RESOLVES** to change the Company's corporate name to "MG IP S.à r.l."

Second resolution

To reflect the above resolution, the Sole Shareholder RESOLVES to amend Article 4 of the Bylaws, which shall henceforth read as follows:

“**Art. 4.** The company shall have the name MG IP S.à r.l.”.

Evaluation of expenses

Expenses, costs, fees and charges of any kind whatsoever assumed by the Company as a result of this instrument are estimated at approximately one thousand three hundred euros (EUR 1,300.00).

Declaration

Drawn up and approved in Esch/Alzette, on the date referenced at the beginning of this instrument.

The undersigned notary, who knows the English language, hereby represents that at the request of the appearing party named above, this instrument is drafted in the English language, followed by a French version; and that at the request of the same appearing party, in the event of discrepancies between the English and the French texts, the English version shall prevail.

This instrument having been read and interpretation given to the representative of the appearing parties in Luxembourg; known to the notary by surname, first name, civil status and residence, he signed this instrument together with Us, the notary.

Signed: Conde, Kessler

Registered at Esch/Alzette Civil Records, March 6, 2014. Entry: EAC/2014/3415. Received: seventy-five euros €75.00

Recipient, (signed) Mr. Halsdorf

FOR CERTIFIED COPY

Publication reference: 2014043427/95

(140049304) Filed with the Luxembourg Trade and Corporate Registry, March 25, 2014.

Cannad'Our Sarl, Limited Liability Company
Registered office: L-9757 Kalborn, 2, Am Eck.
Trade and Companies Register of Luxembourg B 175.187.

The financial statements as of December 31, 2013, have been filed with the Luxembourg Trade and Companies Register.

To be published in the Mémorial, Recueil des Sociétés et Associations [Official Gazette of Luxembourg, Companies and Associations Registry].

Signature.

Publication reference number: 2014043811/10

(140050567) Filed with the Trade and Companies Register of Luxembourg on March 26, 2014.

Manwin IP S.à r.l.

Société à responsabilité limitée

Registered office: 32, boulevard Royal, L-2449 Luxembourg

Share capital: EUR 12,500

RCS Luxembourg: B 169.286

(the "Company")

Numéro 558/14

Assemblée générale extraordinaire du 28 février 2014

In the year two thousand and fourteen, on the twenty-eighth day of the month of February.

Before Us, Maître Francis KESSELER, notary residing in Esch-sur-Alzette, Grand-Duchy of Luxembourg.

THERE APPEARED:

Licensing IP International S.à r.l., a private limited liability company (*société à responsabilité limitée*) incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 32, boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 158.298,

here represented by Mrs Sofia AFONSO-DA CHAO CONDE, private employee, residing professionally in Esch/Alzette, by virtue of a proxy established under private seal.

- I. The said proxy, signed *ne varietur* by the proxyholder of the person appearing and the undersigned notary, will remain annexed to the present deed to be filed with the registration authorities.
- II. The appearing party declare being the sole shareholder (the "**Sole Shareholder**") of **Manwin IP S.à r.l.**, a private limited liability company (*société à responsabilité limitée*) incorporated and existing under the laws of the Grand Duchy of Luxembourg, having its registered office at 32, boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg, registered with the Luxembourg Trade and Companies Register under number B 169.286, incorporated by a deed of the undersigned notary of 5 June 2012, published in the *Memorial C, Recueil des Sociétés et Associations* under number 1713, page 82178 on 6 July 2012 (the "**Company**").
- III. The appearing party, duly represented, having recognised to be fully informed of the resolutions to be taken on the basis of the following agenda:

AGENDA:

1. Change of the corporate name of the Company into "MG IP S.à r.l.";
2. Amendment of Article 4 of the articles of association of the Company, as amended from time to time (the "**Articles**") in order to reflect the resolution to be adopted above; and
3. Miscellaneous.

The appearing party has requested the undersigned notary to document the following resolutions:

FIRST RESOLUTION

The Sole Shareholder **RESOLVES** to change the corporate name of the Company into "MG IP S.à r.l.".

SECOND RESOLUTION

So as to reflect the above resolution, the Sole Shareholder **RESOLVES** to amend Article 4 of the Articles which shall forthwith read as follows:

"Art. 4. The company will have the name MG IP S.à r.l.".

EXPENSES

The expenses, costs, fees and charges of any kind whatsoever, which fall to be paid by the Company as a result of this document are estimated at approximately one thousand three hundred euro (EUR 1,300.-).

DECLARATION

Whereof the present deed was drawn up in Esch/Alzette, on the day named at the beginning of this document.

The undersigned notary who knows English, states herewith that on request of the above appearing person, the present deed is worded in English followed by a French version; on request of the same person and in case of divergences between the English and the French text, the English text will prevail.

The document having been read to the proxyholder of the person appearing, who is known to the notary by his surname, first name, civil status and residence, he signed together with Us notary this original deed.

SUIT LA TRADUCTION FRANCAISE DU TEXTE QUI PRECEDE:

L'an deux mille quatorze, le vingt-huit février.

Par-devant Nous, Maître Francis KESSELER, notaire de résidence à Esch-sur-Alzette, Grand-Duché de Luxembourg.

A COMPARU:

Licensing IP International S.à r.l., une société à responsabilité limitée constituée et existante selon les lois du Grand-Duché de Luxembourg, ayant son siège social au 32, boulevard Royal, L-2449 Luxembourg, Grand-Duché de Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 158.298,

ici représenté par Madame Sofia AFONSO-DA CHAO CONDE, employée privée, résidant professionnellement à Esch/Alzette, en vertu d'une procuration donnée sous seing privé.

- I. Ladite procuration signée *ne varietur* par le mandataire du comparant et le notaire instrumentant restera annexée au présent acte pour être soumise aux fins d'enregistrement.
- II. Le comparant déclare être l'associé unique (l'« **Associé Unique** ») de **Manwin IP S.à r.l.**, une société à responsabilité limitée constituée et existante selon les lois du Grand-Duché de Luxembourg, ayant son siège social au 32, boulevard Royal, L-2449 Luxembourg, Grand-Duché de Luxembourg, immatriculée auprès du Registre de Commerce et des Sociétés de Luxembourg sous le numéro B 169.286, constituée par acte du notaire instrumentant en date du 5 juin 2012, publié au Mémorial C, Recueil des Sociétés et Associations sous le numéro 1713, page 82178 du 6 juillet 2012 (la « **Société** »).
- III. Le comparant, représenté comme mentionné ci-dessus, reconnaît être entièrement informé des résolutions à prendre sur base de l'ordre du jour suivant:

ORDRE DU JOUR:

1. Changement de la dénomination de la Société en « MG IP S.à r.l. » ;
2. Modification de l'Article 4 des statuts de la Société, tels que modifiés (les « **Statuts** ») de façon à refléter la résolution à adopter ci-dessus; et
3. Divers.

La partie comparante a requis le notaire instrumentant de prendre acte des résolutions suivantes:

PREMIERE RESOLUTION

L'Associé Unique **DECIDE** de changer la dénomination de la Société en « MG IP S.à r.l. ».

DEUXIEME RESOLUTION

Afin de refléter les résolutions adoptées ci-dessus, l'Associé Unique **DECIDE** de modifier l'Article 4 des Statuts qui aura désormais la teneur suivante:

« Art. 4. La société aura la dénomination MG IP S.à r.l. »

EVALUATION DES FRAIS

Les frais, dépenses, honoraires et charges de toute nature incombant à la Société en raison du présent acte sont évalués à environ mille trois cents euros (EUR 1.300,-).

DECLARATION

Dont acte fait et passé à Esch/Alzette, date qu'en tête des présentes.

Le notaire instrumentant qui connaît la langue anglaise, déclare par la présente qu'à la demande du comparant ci-avant, le présent acte est rédigé en langue anglaise, suivi d'une version française, et qu'à la demande du même comparant, en cas de divergences entre le texte anglais et le texte français, la version anglaise primera.

Lecture du présent acte fait et interprétation donnée au mandataire des comparants à Luxembourg, connu du notaire instrumentant par son nom, prénom usuel, état et demeure, il a signé avec Nous, notaire, le présent acte.

(signé) Conde, Kessler

Enregistré à Esch/Alzette Actes Civils, le 06 mars 2014

Relation : EAC/2014/3415

Reçu soixante-quinze euros

75,00 €

Le Receveur, (signé) ff. M. Halsdorf

POUR COPIE CONFORME

Délivrée à la société sur demande.

Esch/Alzette, le 24 avril 2014.

