

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	CHANGE OF NAME
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Scott-Marks LLC		07/13/2004	Limited Liability Company:

RECEIVING PARTY DATA	
Name:	Matter Entertainment LLC
Street Address:	363 East 76th Street
Internal Address:	#5EF
City:	New York
State/Country:	NEW YORK
Postal Code:	10021
Entity Type:	Limited Liability Company:

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Serial Number:	76568700	MATTER

CORRESPONDENCE DATA	
Fax Number:	(212)593-9175
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Email:	erosenthal@fkkslaw.com
Correspondent Name:	Edward H. Rosenthal, Esq.
Address Line 1:	488 Madison Avenue
Address Line 4:	New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	13615-0100-5540
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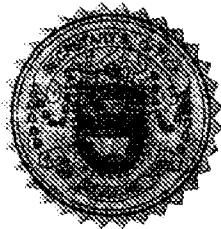
NAME OF SUBMITTER:	Edward H. Rosenthal
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The First State

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 "SCOTT-MARKS LLC", CHANGING ITS NAME FROM "SCOTT-MARKS LLC" TO "MATTER ENTERTAINMENT LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JULY, A.D. 2004, AT 12:24 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3229408

DATE: 07-13-04

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CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF FORMATION

OF

SCOTT-MARKS LLC

It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is SCOTT-MARKS LLC

2. The certificate of formation of the limited liability company is hereby amended by striking out Article 1 thereof and by substituting in lieu of said Article the following new Article:

"The name of the limited liability company is MATTER ENTERTAINMENT LLC."

Signed on July 8, 2004



Andrew Marks, Manager