

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	06/30/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Arista Acquisitions, Inc.		06/30/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Arista Records, Inc.
Street Address:	6 West 57th Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	2484657	PROFILE

CORRESPONDENCE DATA

Fax Number: (212)813-5901
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212-813-5900
 Email: dsullivan@frosszelnick.com
 Correspondent Name: Lawrence Eli Apolzon
 Address Line 1: Fross Zelnick Lehrman & Zissu, P.C.
 Address Line 2: 866 United Nations Plaza
 Address Line 4: New York, NEW YORK 10017

NAME OF SUBMITTER:	Lawrence Eli Apolzon
Signature:	/lawrence eli apolzon/
Date:	08/22/2005

CH \$40.00 2484657

Total Attachments: 3

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Delaware

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The First State

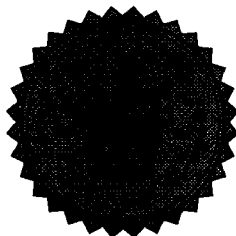
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"ARISTA ACQUISITIONS, INC.", A DELAWARE CORPORATION, WITH AND INTO "ARISTA RECORDS, INC." UNDER THE NAME OF "ARISTA RECORDS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 2004, AT 5:45 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTIETH DAY OF JUNE, A.D. 2004.

2925895 8100M

050586424



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4024006

DATE: 07-15-05

TRADEMARK
REEL: 003144 FRAME: 0332

CERTIFICATE OF OWNERSHIP AND MERGER

OF

ARISTA ACQUISITIONS, INC.
(a Delaware corporation)

INTO

ARISTA RECORDS, INC.
(a Delaware corporation)

It is hereby certified that:

1. Arista Records, Inc., (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of Arista Acquisitions, Inc., which is also a business corporation of the State of Delaware.
3. On June 1, 2004, the Board of Directors of the Corporation adopted the following resolutions to merge Arista Acquisitions, Inc. into the Corporation:

WHEREAS, the Board of Directors deems it appropriate and advisable that the Corporation's wholly owned subsidiaries, Arista Ventures, Inc., Arista Acquisitions, Inc., Arista Flyte LLC and Arista Joeco LLC, (collectively, the "Arista Subsidiaries") be merged with and into the Corporation and that the Corporation be the surviving corporation;

NOW, THEREFORE, BE IT

RESOLVED, that that the Arista Subsidiaries be merged into the Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Arista Subsidiaries be vested in and held and enjoyed by the Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Arista Subsidiaries in their name;

RESOLVED FURTHER, that the Corporation shall assume all of the liabilities and obligations of the Arista Subsidiaries;

RESOLVED FURTHER, that the Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction; and

RESOLVED FURTHER, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for, shall become effective shall be June 30, 2004.

Executed on June 1, 2004

ARISTA RECORDS, INC.

By: 
Sally Breuss, Assistant Secretary