

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME
EFFECTIVE DATE:	07/14/2005

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Ascent Media Group, Inc.		07/13/2005	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Ascent Media Group, LLC
Street Address:	520 Broadway, 5th Floor
City:	Santa Monica
State/Country:	CALIFORNIA
Postal Code:	90401
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 14**

Property Type	Number	Word Mark
Registration Number:	2309984	ASCENT
Serial Number:	76379034	ASCENT
Serial Number:	78156294	
Serial Number:	76376784	ASCENT MEDIA
Serial Number:	78230471	ASCENT MEDIA EXPRESS
Serial Number:	76425402	ASCENT MEDIA GROUP
Serial Number:	78609318	BLINK DIGITAL
Serial Number:	78142848	BREEZEWAY
Serial Number:	78662126	HUB
Serial Number:	78662158	
Serial Number:	78632331	OPN
Registration Number:	2374008	TODD-AO
Serial Number:	78402420	UP

CH \$365.00 2309984

Serial Number: 78551923 VODERA

**CORRESPONDENCE DATA**

Fax Number: (310)203-0567

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 310-203-8080

Email: trademarkdocket@jmbm.com

Correspondent Name: Rod S. Berman, Esq.

Address Line 1: 1900 Avenue of the Stars, 7th Floor

Address Line 4: Los Angeles, CALIFORNIA 90067

ATTORNEY DOCKET NUMBER: 61713-0001

NAME OF SUBMITTER: Victor K. Sapphire

Signature: /victor k sapphire/

Date: 12/16/2005

Total Attachments: 2

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# Delaware

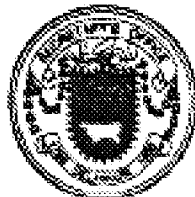
PAGE 1

*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 "ASCENT MEDIA GROUP, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "ASCENT MEDIA GROUP, INC." TO "ASCENT MEDIA GROUP, LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF JULY, A.D. 2005, AT 6:15 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE FOURTEENTH DAY OF JULY, A.D. 2005, AT 3:05 O'CLOCK P.M.

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



0461506 8100V

050581234

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4019236

DATE: 07-13-05

TRADEMARK  
REEL: 003212 FRAME: 0267

**CERTIFICATE OF CONVERSION  
OF  
ASCENT MEDIA GROUP, INC.  
TO  
ASCENT MEDIA GROUP, LLC**

To the Secretary of State  
State of Delaware:

1. The name of the corporation converting to a Delaware limited liability company is Ascent Media Group, Inc. Ascent Media Group, Inc. was originally incorporated in the state of Delaware on November 28, 1952 under the name "MAOT Corporation," and its name immediately prior to the filing of this certificate of conversion is Ascent Media Group, Inc. The address of Ascent Media Group, Inc. is 520 Broadway, 5<sup>th</sup> Floor, Santa Monica, California 90401.
2. The name of the limited liability company to which Ascent Media Group, Inc. is being converted is Ascent Media Group, LLC.
3. The conversion of Ascent Media Group, Inc. to a limited liability company has been approved pursuant to Section 228 of the Delaware General Corporation Law by holders of all of the outstanding shares of capital stock of Ascent Media Group, Inc., which is the vote required to approve the conversion pursuant to the provisions of Section 266 of the Delaware General Corporation Law.
4. This Certificate of Conversion shall become effective as of 3:05 p.m. eastern time on July 14, 2005.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as an authorized officer of Ascent Media Group, Inc.

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

  
William E. Niles  
Executive Vice President