

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NetCableTV, Inc.		04/27/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	PermissionTV, Inc.		
Street Address:	30 Washington Street		
City:	Wellesley		
State/Country:	MASSACHUSETTS		
Postal Code:	02481		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	78722446	PERMISSIONTV	
CORRESPONDENCE DATA			
Fax Number:	(317)231-7433		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	3172311313		
Email:	dwong@btlaw.com		
Correspondent Name:	David A.W. Wong		
Address Line 1:	11 South Meridian Street		
Address Line 4:	Indianapolis, INDIANA 46204		
ATTORNEY DOCKET NUMBER:	41000-78296		
NAME OF SUBMITTER:	David A.W. Wong		
Signature:	/dwong/		
Date:	08/28/2006		

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Total Attachments: 3

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Delaware

PAGE 1

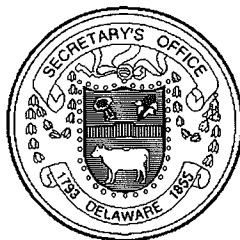
The First State

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 AMENDMENT OF "NETCABLETV, INC.", CHANGING ITS NAME FROM "NETCABLETV, INC." TO "PERMISSIONTV, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF APRIL, A.D. 2006, AT 4:20 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "NETCABLETV, INC." WAS INCORPORATED ON THE SEVENTH DAY OF NOVEMBER, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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060791125

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4996241

DATE: 08-24-06

TRADEMARK
REEL: 003378 FRAME: 0768

**CERTIFICATE OF AMENDMENT OF
THE THIRD AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF NETCABLETV, INC.**

NetCableTV, Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Law of the State of Delaware (the "General Corporation Law"),

DOES HEREBY CERTIFY:

FIRST: That the name of this corporation is NetCableTV, Inc. and that this corporation was originally incorporated pursuant to the General Corporation Law on November 7, 2003.

SECOND: That by unanimous written consent, the Board of Directors of the corporation adopted resolutions setting forth a proposed amendment to the Third Amended and Restated Certificate of Incorporation of the corporation, declaring said amendment to be advisable and in the best interests of the corporation and its stockholders and authorizing the appropriate officers of the corporation to solicit the consent of the stockholders therefor, which resolution setting forth the proposed amendment is substantially as follows:

RESOLVED, that Article FIRST of the Third Amended and Restated Certificate of Incorporation of the corporation be amended to read in its entirety as follows:

"The name of this corporation is PermissionTV, Inc. (the "Corporation")"

THIRD: That thereafter said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law by written consent of the stockholders holding the requisite number of shares required by statute given in accordance with and pursuant to Section 228 of the General Corporation Law of the State of Delaware.

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:45 PM 04/27/2006
FILED 04:20 PM 04/27/2006
SRV 060394205 - 3702773 FILE

IN WITNESS WHEREOF, NetCableTV, Inc. has caused this Certificate of Amendment of the Third Amended and Restated Certificate of Incorporation to be signed by its Chief Executive Officer this 27th day of April, 2006.

NetCableTV, Inc.

By: /s/ David Graves

Name: David Graves

Title: Chief Executive Officer