

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	CHANGE OF NAME		
EFFECTIVE DATE:	06/28/2007		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Grouper Networks, Inc.		06/28/2007	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Crackle, Inc.		
Street Address:	10202 W. Washington Blvd.		
City:	Culver City		
State/Country:	CALIFORNIA		
Postal Code:	90232		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	77137882	CRACKLE	
Serial Number:	78806936	GROUPER	
CORRESPONDENCE DATA			
Fax Number:	(212)575-0671		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-790-9200		
Email:	trademark@clic.com		
Correspondent Name:	Lynn S. Fruchter		
Address Line 1:	1133 Avenue of the Americas		
Address Line 4:	New York, NEW YORK 10036-6799		
ATTORNEY DOCKET NUMBER:	1307876;LSF;NP		
NAME OF SUBMITTER:	Lynn S. Fruchter		
Signature:	/Lynn S. Fruchter/		

OP \$65.00 77137882

Date:

07/05/2007

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 "GROUPE NETWORKS, INC.", CHANGING ITS NAME FROM "GROUPE NETWORKS, INC." TO "CRACKLE, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2007, AT 8:02 O'CLOCK P.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-EIGHTH DAY OF JUNE, A.D. 2007.

3755762 8100
070765960



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5805739

DATE: 06-29-07

TRADEMARK
REEL: 003574 FRAME: 0568

Delaware

PAGE 1

The First State

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3755762 8100

070765960



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5805752

DATE: 06-29-07

TRADEMARK
REEL: 003574 FRAME: 0569

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
GROUPEr NETWORKS, INC.

The undersigned corporation, in order to amend its Certificate of Incorporation, hereby certifies as follows:

FIRST: The name of the corporation is Grouper Networks, Inc.

SECOND: The corporation hereby amends its Certificate of Incorporation as follows:

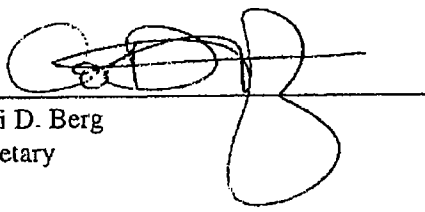
Article FIRST of the Certificate of Incorporation, relating to the corporate title of the corporation, is hereby amended to read as follows:

"FIRST: The name of the corporation (hereinafter referred to as the 'Corporation') is

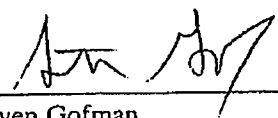
Crackle, Inc."

THIRD: The amendment effected herein was duly authorized by a Unanimous Written Consent of the Board of Directors of the corporation and by written consent of the sole common stockholder of the corporation pursuant to Section 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury this 28th day of June 2007.


Corii D. Berg
Secretary

ATTEST:


Steven Gofman
Assistant Secretary

de:\docs\docs\name-eh.ccr