

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	02/04/2009

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
4th Screen Media Networks, LP		01/30/2009	LIMITED PARTNERSHIP: TEXAS

**RECEIVING PARTY DATA**

Name:	Indoor Direct, Inc.
Street Address:	15455 Dallas Parkway, Suite 600
City:	Addison
State/Country:	TEXAS
Postal Code:	75001
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 9**

Property Type	Number	Word Mark
Serial Number:	77421746	INDOORDIRECT
Serial Number:	77462138	THE BITE NETWORK
Serial Number:	77599759	FRESHBITES
Serial Number:	77599757	SPORTBITES
Serial Number:	77094307	INDOOR DIRECT
Serial Number:	77462137	BITE TV
Serial Number:	77421747	INDOORDIRECT
Serial Number:	77599760	NEWSBITES
Serial Number:	77599755	TECHBITES

**CORRESPONDENCE DATA**

Fax Number: (214)200-0558  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 214-651-5066  
Email: jeff.becker@haynesboone.com  
Correspondent Name: Jeffrey M. Becker  
Address Line 1: 2323 Victory Avenue, Suite 700  
Address Line 4: Dallas, TEXAS 75219

ATTORNEY DOCKET NUMBER:	39507.2
NAME OF SUBMITTER:	Jeffrey M. Becker
Signature:	/Jeffrey M. Becker/
Date:	03/09/2009

**Total Attachments: 5**

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source=4th Screen Conversion#page13.tif  
source=4th Screen Conversion#page14.tif

Form 643  
(Revised 12/08)

Return in duplicate to:  
Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
512 463-5555  
FAX: 512 463-5709

Filing Fee: See instructions



Certificate of Conversion  
of a  
Limited Partnership  
Converting  
to a  
Corporation

This space reserved for office use.

**FILED**  
In the Office of the  
Secretary of State of Texas  
FEB 04 2009  
Corporations Section

**Converting Entity Information**

The name of the converting limited partnership is:  
4TH SCREEN MEDIA NETWORKS, LP

The jurisdiction of formation of the limited partnership is: TEXAS

The date of formation of the limited partnership is: NOVEMBER 21, 2006

The file number, if any, issued to the limited partnership by the secretary of state is: 800737291

**Converted Entity Information**

The limited partnership named above is converting to a corporation. The name of the corporation is:  
4TH SCREEN MEDIA NETWORKS, INC.

The corporation will be formed under the laws of: DELAWARE

**Plan of Conversion**

The plan of conversion is attached.

*If the plan of conversion is not attached, the following section must be completed.*

**Alternative Statements**

In lieu of providing the plan of conversion, the converting limited partnership certifies that:

1. A signed plan of conversion is on file at the principal place of business of the limited partnership, the converting entity. The address of the principal place of business of the limited partnership is:

15455 DALLAS PARKWAY, SUITE 600      ADDISON      TX      USA      75001  
*Street or Mailing Address*                                      *City*                                      *State*      *Country*      *Zip Code*

2. A signed plan of conversion will be on file after the conversion at the principal place of business of the corporation, the converted entity. The address of the principal place of business of the corporation is:

15455 DALLAS PARKWAY, SUITE 600      ADDISON      TX      USA      75001  
*Street or Mailing Address*                                      *City*                                      *State*      *Country*      *Zip Code*

3. A copy of the plan of conversion will be furnished on written request without cost by the converting entity before the conversion or by the converted entity after the conversion to any owner or member of the converting or converted entity.

**Certificate of Formation for the Converted Entity**

If the converted entity is a Texas corporation, the certificate of formation of the Texas corporation must be attached to this certificate either as an attachment or exhibit to the plan of conversion, or as an attachment or exhibit to this certificate of conversion if the plan has not been attached to the certificate of conversion.

**Approval of the Plan of Conversion**

The plan of conversion has been approved as required by the laws of the jurisdiction of formation and the governing documents of the converting entity.

**Effectiveness of Filing** (Select either A, B, or C.)

A.  This document becomes effective when the document is accepted and filed by the secretary of state.

B.  This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: \_\_\_\_\_

C.  This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90<sup>th</sup> day after the date of signing is: \_\_\_\_\_

The following event or fact will cause the document to take effect in the manner described below:

\_\_\_\_\_  
\_\_\_\_\_

**Tax Certificate**

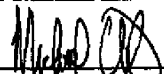
Attached hereto is a certificate from the comptroller of public accounts that certifies that the converting entity is in good standing for purposes of conversion.

In lieu of providing the tax certificate, the corporation as the converted entity is liable for the payment of any franchise taxes.

**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument. The undersigned certifies that the statements contained herein are true and correct, and that the person signing is authorized under the provisions of the Business Organizations Code, or other law applicable to and governing the converting entity, to execute the filing instrument.

Date: 01.30.09

\_\_\_\_\_  
  
Signature of authorized person (see instructions)

**MICHAEL WINTON, SOLE MEMBER**  
\_\_\_\_\_  
Printed or typed name of authorized person

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, 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 "4TH SCREEN MEDIA NETWORKS, INC.", CHANGING ITS NAME FROM "4TH SCREEN MEDIA NETWORKS, INC." TO "INDOOR DIRECT, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF JANUARY, A.D. 2009, AT 6:24 O'CLOCK P.M.

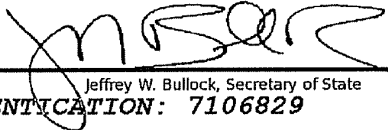
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4649194 8100

090075017

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7106829

DATE: 01-29-09

TRADEMARK  
REEL: 003948 FRAME: 0829

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 06:24 PM 01/27/2009  
FILED 06:25 PM 01/27/2009  
SRV 090075017 - 4649194 FILE

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF INCORPORATION  
OF  
4<sup>TH</sup> SCREEN MEDIA NETWORKS, INC.**

The corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

**FIRST.** The name of the corporation is 4<sup>th</sup> Screen Media Networks, Inc. (the "Corporation").

**SECOND.** Article I of the Certificate of Incorporation of the Corporation is hereby amended to read as follows:

The name of this Corporation is **Indoor Direct, Inc.**

**THIRD.** This Certificate of Amendment to the Certificate of Incorporation of the Corporation herein certified has been duly adopted by the board of directors by written consent in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

*Remainder of Page Left Intentionally Blank.*

*Signature Page Follows.*

D-1717071\_2.DOC

**TRADEMARK  
REEL: 003948 FRAME: 0830**

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Incorporation as of the 23<sup>rd</sup> day of January, 2009.

4<sup>TH</sup> SCREEN MEDIA NETWORKS, INC.,  
a Delaware corporation

By: 

Name: Michael Winton

Title: President

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