

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/23/2005		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	Interactive TKO, Inc.		11/23/2005
			Entity Type
			CORPORATION: TEXAS
RECEIVING PARTY DATA			
Name:	Interactive TKO, Inc.		
Street Address:	619 Terrace Lane		
City:	Colleyville		
State/Country:	TEXAS		
Postal Code:	76034		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	3297182	LISA
CORRESPONDENCE DATA			
Fax Number:	2146614691		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	214-953-6691		
Email:	b.k.drinkwater@bakerbotts.com		
Correspondent Name:	B. K. Drinkwater, c/o Baker Botts L.L.P.		
Address Line 1:	2001 Ross Avenue, Suite 600		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	063170.8838		
NAME OF SUBMITTER:	B.K. Drinkwater		
Signature:	/B.K. Drinkwater/		

CH \$40.00 3297182

Date:

03/27/2013

Total Attachments: 2

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Corporations Section

**ARTICLES OF MERGER**

Pursuant to the provisions of Part Five of the Texas Business Corporation Act, Interactive TKO, Inc., a Texas corporation ("*iTKO-Texas*"), and Interactive TKO, Inc., a Delaware corporation ("*iTKO-Delaware*"), adopt the following Articles of Merger for the purpose of merging them into one corporation:

1. There are 1,000 shares of Common Stock of iTKO-Texas outstanding, of which 1,000 shares voted for the merger and no shares voted against the merger.

2. iTKO-Texas is the owner of all the outstanding shares of the capital stock of iTKO-Delaware and all such outstanding shares voted for the merger.

3. The approval of the Agreement and Plan of Merger was approved by all action required by the laws of the State of Delaware and by iTKO-Delaware's constituent documents.

4. The approval of the Agreement and Plan of Merger was approved by all action required by the laws of the State of Texas and by iTKO-Texas's constituent documents.

5. The name of the surviving corporation is iTKO, Inc. (hereinafter sometimes referred to as the "Surviving Corporation"), and it is to be governed by the laws of the State of Delaware, and iTKO-Texas shall cease to exist.

6. iTKO-Delaware will assume and be responsible for and obligated to pay any fees and franchise taxes of iTKO-Texas.

7. The Certificate of Incorporation of iTKO-Delaware shall be the Certificate of Incorporation of the Surviving Corporation, and no amendments to such Certificate of Incorporation are to be effected by the merger.

8. An executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation, at the address set forth below:

Interactive TKO, Inc.  
250 W. Southlake Blvd., Suite 113  
Southlake, TX 76092

A copy of the Agreement and Plan of Merger will be furnished by the Surviving Corporation, upon written request and without cost, to each shareholder of iTKO-Texas, to any person that is a party to or created by the Agreement and Plan of Merger and to any creditor or any obligee of the parties to the merger at the time of the merger if such obligation is then outstanding.

*[Remainder of Page Intentionally Left Blank]*

DATED as of November 23<sup>rd</sup>, 2005.

Interactive TKO, Inc.,  
a Texas corporation

By: /s/ JOHN J. MICHELSEN III  
John J. Michelsen III, President and Chief  
Executive Officer

Interactive TKO, Inc.,  
a Delaware corporation

By: /s/SHRIDHAR MITTAL  
Shridhar Mittal, President and Chief  
Executive Officer

SIGNATURE PAGE TO ARTICLES OF MERGER