

10-16-2001

FORM PTO-1594
(Rev. 6-93)

IEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101874938

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Mondo Media

- ☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation-State California
☐ Other _____

Additional name(s) of conveying party(ies) attached? No

3. Nature of conveyance:

- ☐ Assignment ☒ Merger
☐ Security Agreement ☐ Change of Name
 Other _____

Execution Date: July 19, 2001

2. Name and address of receiving party(ies):

Name: Mondo Media, Inc.Street Address: 135 Mississippi, 3rd FloorCity: San Francisco State: California ZIP: 94107

- ☐ Individual(s) citizenship
☐ Association
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State California
☐ Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:
☐ Yes ☐ No

(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached? ☐ Yes ☐ No4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

Please see attached list

B. Trademark Registration No.(s)

1,954,622

Additional numbers attached? Yes

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kathryn M. Wheble, Esq.Internal Address: Cooley Godward LLPStreet Address: One Maritime Plaza, 20th FloorCity: San Francisco State: California ZIP 94111-35806. Total number of applications and registrations involved: 167. Total fee (37 CFR 3.41): \$390.00 + \$25.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

please charge discrepancy or credit overpayment to 03-3118

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Kathryn M. Wheble92801
Date

Total number of pages including cover letter, cover sheet, attachments, and document: Nine (includes 2 checks)

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

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02 FC:48240.00 0
375.00 0684798 v1/SF
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REEL: 002383 FRAME: 0463

MONDO MEDIA, INC.
APPLICATIONS

MARK

APPLICATION NO.

HAPPY TREE FRIENDS	76/159,268
HAPPY TREE FRIENDS and Design	76/159,263
LIKE NEWS (Stylized)	75/939,504
MINI SHOWS	76/181,791
MONDO LABS	75/939,398
MONDO MEDIA	76/043,261
MONDO MEDIA	76/063,819
MONDO MINI SHOWS	75/939,397
MONDO MINI SHOWS and Design	75/939,508
MONDO SIDE SHOW	76/263,032
PIKI AND POKO ADVENTURES IN STARLAND and Design	76/103,897
ROCKET PANTS	75/905,966
THE GOD AND DEVIL SHOW	75/711,961
THUGS ON FILM (Stylized)	75/939,509
THUGS ON FILM and Design	75/939,350

Attachment to Name Change Recordation Cover Sheet



SECRETARY OF STATE

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

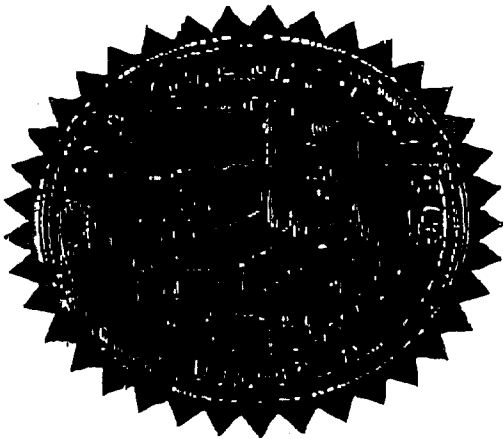
That the attached transcript of 3 page(s) has been compared with the record on file in this office, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

AUG 06 2001

Bill Jones

Secretary of State



COPY

CERTIFICATE OF OWNERSHIP
OF MONDO MEDIA/MECHADEUS, INC.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

JUL 31 2001

BILL JONES, Secretary of State

Douglas Kay and Deirdre O' Malley hereby certify that:

1. They are the president and the secretary, respectively, of Mondo Media/Mechadeus, Inc., a California corporation (the "Company").

2. The Company owns one hundred percent (100%) of the outstanding shares of Mondo Media, a California corporation and Mechadeus a California corporation (the "Subsidiaries").

3. The following resolutions were duly adopted by the board of directors of the Company:

RESOLVED: That the Company merge Mondo Media, a wholly owned subsidiary of the Company and Mechadeus a wholly owned subsidiary of the Company, into itself and assume all of its obligations pursuant to Section 1110 of the California Corporations Code.

RESOLVED FURTHER: That Article I of the Articles of Incorporation of the Company shall be amended to read in its entirety as follows: "The name of this corporation is Mondo Media, Inc. (the "Corporation")."

RESOLVED FURTHER: That the officers of the Company are authorized and directed to execute all documents and take whatever action is deemed necessary or advisable to carry out and perform the obligations of the Company as set forth in these resolutions, and all prior actions taken by them in connection therewith are hereby confirmed, ratified and approved.

4. The board of directors of the Company has approved the Plan of Merger, attached hereto as Exhibit A (the "Plan of Merger").

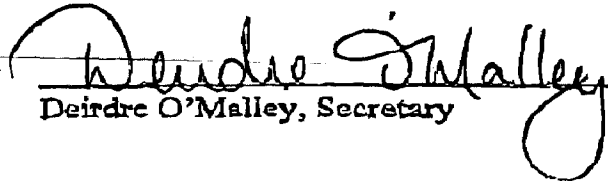
COPY

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Executed at San Francisco, California on July 19, 2001.



Douglas Kay, President



Deirdre O'Malley, Secretary

COPY

EXHIBIT A

PLAN OF MERGER

The following corporations are parties to this Plan of Merger:

Mondo Media/Mechadeus, Inc., a California corporation ("Parent"); and
Mondo Media, a California corporation and Mechadeus, a California corporation (the
"Subsidiaries").

1. Parent owns 100% of the outstanding shares of each class of each of the
Subsidiaries.
2. The Subsidiaries shall be merged with and into Parent.
3. Each outstanding share of the Subsidiaries owned by Parent immediately prior to
the merger shall thereupon be cancelled.
4. Each outstanding share of Parent shall remain outstanding following the merger.
5. Upon the merger, Article I of the Articles of Incorporation of Parent is hereby
amended to read in its entirety as follows: "The name of this corporation is Mondo Media, Inc.
(the "Corporation")."



COPY

Cooley Godward LLP

ATTORNEYS AT LAW

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Fax 415 951-3699

www.cooley.com

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Kirkland, WA
425 893-7700
Menlo Park, CA
650 843-5100
Palo Alto, CA
650 843-5000
Reston, VA
703 456-8000
San Diego, CA
858 550-6000

October 1, 2001

Commissioner of Patents and Trademarks
Box Assignments - FEE
Washington, D.C. 20231

Re: Name Change Recordation
Our Files: Mondo Media, Inc./General Trademark
Our Ref.: 135960-201

Dear Sir or Madam:

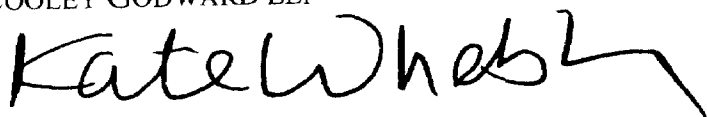
Enclosed are documents evidencing Applicant's merger and name change from Mondo Media to Mondo Media, Inc. Please return a Notice of Recordation of Assignment to my attention at the address listed above. In addition, please confirm receipt of these documents by date-stamping and returning the enclosed postcard.

Enclosed are two checks totaling \$415.00 to cover the recordation fee. Please charge any deficiency or credit any overpayment of this fee to Deposit Account No. 03-3118. A duplicate copy of this letter as authorization is attached hereto for your convenience.

Thank you.

Very truly yours,

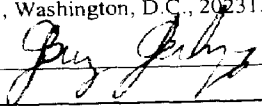
COOLEY GODWARD LLP



Kathryn M. Wheble

KMW:dml
Enclosures

cc: Tim McNally (w/ encl.)

Certificate of Mailing	
I hereby certify that this correspondence is being deposited with the United States Postal Service as First Class Mail, postage prepaid in an envelope addressed to: Commissioner of Patents and Trademarks, Box Assignments - FEE, Washington, D.C., 20231.	
Name 	Date 10-1-01

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

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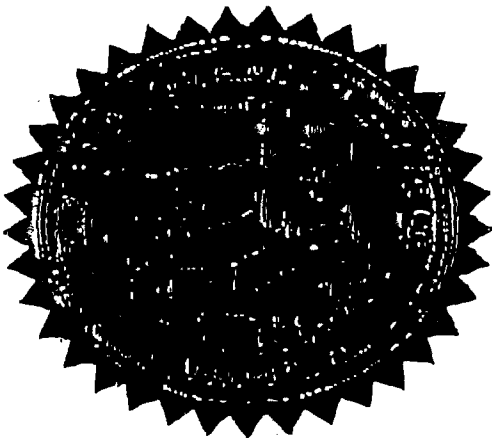
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IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

AUG 06 2001

Bill Jones

Secretary of State

COPY

TRADEMARK
REEL: 002383 FRAME: 0472

**CERTIFICATE OF OWNERSHIP
OF MONDO MEDIA/MECHADEUS, INC.**

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in the office of the Secretary of State
of the State of California

JUL 31 2001

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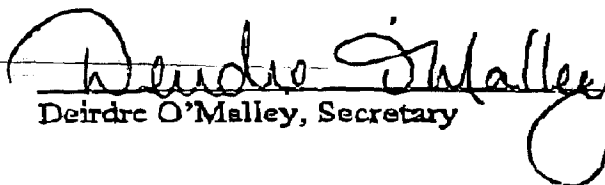
COPY

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Executed at San Francisco, California on July 19, 2001.



Douglas Kay, President



Deirdre O'Malley, Secretary

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COPY

RECORDED: 10/05/2001

TRADEMARK
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