

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/30/2004

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Geek Squad, Inc.		05/25/2004	CORPORATION: MINNESOTA

RECEIVING PARTY DATA

Name:	Geek Squad Acquisition, Inc.
Street Address:	7601 Penn Avenue South
Internal Address:	Corporate Legal Dept. B-6
City:	Richfield
State/Country:	MINNESOTA
Postal Code:	55423
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Serial Number:	78189720	WE MAKE HOUSECALLS!
Serial Number:	78298438	GIVE THE GIFT OF A GEEK
Registration Number:	1943643	GEEK SQUAD
Registration Number:	2023380	GEEK SQUAD
Registration Number:	2744658	GEEK SQUAD
Registration Number:	2834408	GEEK SQUAD 24 HOUR COMPUTER SUPPORT TASK FORCE
Registration Number:	2844737	GEEKMOBILE

CORRESPONDENCE DATA

Fax Number: (612)292-2323
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 612-291-7740

CH \$190.00 78189720

Email: emma.nickolson@bestbuy.com
Correspondent Name: Best Buy Enterprise Services, Inc.
Address Line 1: 7601 Penn Avenue South
Address Line 2: Legal Dept. B6-144
Address Line 4: Richfield, MINNESOTA 55423

NAME OF SUBMITTER:	emma nickolson
Signature:	/emma nickolson/
Date:	04/28/2005

Total Attachments: 6
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8H-215

State of Minnesota

SECRETARY OF STATE

Certificate of Merger

I, Mary Kiffmeyer, Secretary of State of Minnesota, certify that: the documents required to effectuate a merger between the entities listed below and designating the surviving entity have been filed in this office on the date noted on this certificate.

Merger Filed Pursuant to Minnesota Statutes, Chapter: 302A

State of Formation and Names of Merging Entities:

MN: GEEK SQUAD, INC.

DE: BEST BUY BUSINESS TO BUSINESS, INC.

State of Formation and Name of Surviving Entity:

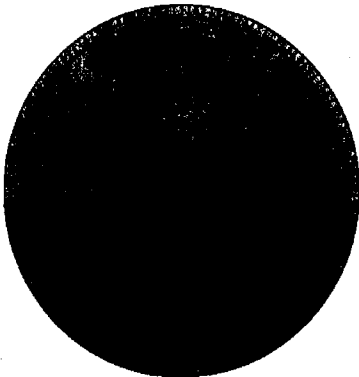
DE: BEST BUY BUSINESS TO BUSINESS, INC.

Effective Date of Merger: May 30, 2004

Name of Surviving Entity After Effective Date of Merger:

GEEK SQUAD ACQUISITION, INC.

This certificate has been issued on: May 25, 2004



Mary Kiffmeyer
Secretary of State.

TRADEMARK

REEL: 003075 FRAME: 0357



8H-215

DC M CN

**ARTICLES OF MERGER
OF
GEEK SQUAD, INC.
AND
BEST BUY BUSINESS TO BUSINESS, INC.**

To the Secretary of State
State of Minnesota

Pursuant to the provisions of the Minnesota Business Corporation Act governing the merger of a domestic corporation for profit into a foreign corporation for profit, the corporations hereinafter named do hereby adopt the following Articles of Merger.

FIRST: The names of the merging corporations are Geek Squad, Inc., which is a corporation for profit organized under the laws of the State of Minnesota, and which is subject to the provisions of the Minnesota Business Corporation Act, and Best Buy Business to Business, Inc., which is a corporation for profit organized under the laws of the State of Delaware.

SECOND: Attached hereto and made a part hereof is the Plan of Merger for merging Geek Squad, Inc. with and into Best Buy Business to Business, Inc. as set forth in a resolution approved by the affirmative vote of at least a majority of the Board of Directors of Geek Squad, Inc.

THIRD: The Plan of Merger has been approved by Geek Squad, Inc. pursuant to Chapter 302A, Minnesota Statutes.

FOURTH: The laws of the jurisdiction of organization of Best Buy Business to Business, Inc. permit the merger of a corporation for profit of another jurisdiction with and into a corporation for profit of the jurisdiction of organization of Best Buy Business to Business, Inc.; and the merger of Geek Squad, Inc. with and into Best Buy Business to Business, Inc. is in compliance with the laws of the jurisdiction of organization of Best Buy Business to Business, Inc.

FIFTH: Best Buy Business to Business, Inc. will continue its existence as the surviving corporation under the name Geek Squad Acquisition Co., Inc. pursuant to the provisions of the laws of the jurisdiction of its organization.

SIXTH: Best Buy Business to Business, Inc. does hereby agree that it may be served with process in the State of Minnesota in a proceeding for the enforcement of an obligation of Geek Squad, Inc. and Best Buy Business to Business, Inc. and in a proceeding for the enforcement of the rights of a

dissenting shareholder of Geek Squad, Inc. and Best Buy Business to Business, Inc. against Best Buy Business to Business, Inc.; does hereby irrevocably appoint the Secretary of State of the State of Minnesota as its agent to accept service of process in any proceeding; and does hereby agree that it will promptly pay to the dissenting shareholders of Geek Squad, Inc. and Best Buy Business to Business, Inc. the amount, if any, to which they are entitled under the provisions of Section 302A.473 of the Minnesota Business Corporation Act with respect to the rights of dissenting shareholders.

SEVENTH: The address to which process may be forwarded is as follows:

Best Buy Business to Business, Inc.
7601 Penn Avenue South
Richfield, MN 55423

****Remainder of page intentionally left blank****

I certify that I am authorized to execute the document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this document under oath.

Executed on this 25th day of May, 2004.

Geek Squad, Inc.

By: _____


Joseph M. Joyce
Its: Senior Vice President & Secretary

I certify that I am authorized to execute the document and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this document under oath.

Executed on this 25th day of May, 2004.

Best Buy Business to Business, Inc.

By: _____


Cathy R. Sands
Its: Vice President

PLAN/AGREEMENT OF MERGER
OF
GEEK SQUAD, INC.
(a Minnesota corporation)
INTO
BEST BUY BUSINESS TO BUSINESS, INC.
(a Delaware corporation)

This PLAN/AGREEMENT OF MERGER pursuant to Chapter 302A, Minnesota Statutes and Title 8 of the Delaware Code and is made this 30th day of May, 2004, by and between Geek Squad, Inc., a Minnesota corporation, and Best Buy Business to Business, Inc., a Delaware corporation:

1. **Constituent Corporations.** The names of the corporations that are parties to the Merger are:

- a. **Geek Squad, Inc.**, a Minnesota corporation; and
- b. **Best Buy Business to Business, Inc.**, a Delaware corporation.

2. **Surviving Corporation.** The corporation to survive the Merger is Best Buy Business to Business, Inc.

3. **Adoption of Plan of Merger.** This Plan of Merger has been unanimously approved and adopted by the Board of Directors and the Shareholder of each of the constituent corporations.

4. **Effective Date of Merger.** The effective date of the Merger shall be the first moment in time May 30, 2004.

5. **Cancellation of Outstanding Shares Upon Merger.** Each share of Geek Squad, Inc. stock issued and outstanding immediately prior to the effective date of the Merger shall be cancelled.

6. **Articles of Incorporation and Bylaws of Surviving Corporation.**

a. **Articles of Incorporation.** The Articles of Incorporation of Best Buy Business to Business, Inc., as such Articles of Incorporation exist on the effective date of the Merger, shall remain and be the articles of incorporation of the surviving corporation until altered, amended or repealed, or until new Articles of Incorporation have been adopted in the manner permitted by such Articles of Incorporation or the applicable provisions of law; provided that Article I of the Articles of Incorporation of Best Buy Business to Business, Inc. shall be replaced in its entirety by the following:

ARTICLE I
NAME

The name of this corporation shall be Geek Squad Acquisition Co., Inc.

b. **Bylaws.** The Bylaws of Best Buy Business to Business, Inc., as such Bylaws exist on the effective date of the Merger, shall remain and be the Bylaws of the surviving corporation until altered, amended or repealed, or until new Bylaws have been adopted in accordance with the provisions thereof, the Articles of Incorporation, or in the manner permitted by the applicable provisions of law.

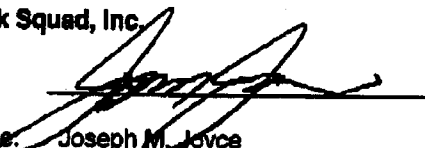
7. **Directors and Officers of Surviving Corporation.**

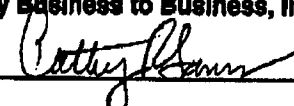
a. **Directors.** The directors of Best Buy Business to Business, Inc. immediately prior to the effective date of the Merger shall be the initial directors of the surviving corporation until their successors shall have been duly elected or appointed and shall have qualified or until their earlier death, resignation or removal in accordance with the Articles of Incorporation and Bylaws of the surviving corporation.

b. **Officers.** The officers of Best Buy Business to Business, Inc. immediately prior effective date of the Merger shall be the initial officers of the surviving corporation until their successors shall have been duly elected or appointed and shall have qualified or until their earlier death, resignation or removal in accordance with the Articles of Incorporation and Bylaws of the surviving corporation.

8. **Effect of Merger; Further Instruments.** On the effective date of the Merger, the separate existence of Geek Squad, Inc. shall cease (except to the extent continued by statutes), and all of its property, rights, privileges and franchises, of whatsoever nature and description, shall be transferred to, vest in, and devolve upon the surviving corporation, without further act or deed. Confirmatory deeds, assignments or other like instruments, when deemed desirable by Best Buy Business to Business, Inc. to evidence such transfer, vesting or devolution of any right, privilege or franchise, shall at any time, or from time to time, be made and delivered in the name of Geek Squad, Inc. by the last acting officers thereof, or by the corresponding officers of the surviving corporation.

IN WITNESS WHEREOF, this Plan/Agreement of Merger has been executed by the parties hereto as of the date first hereinabove stated.

Geek Squad, Inc.
By: 
Name: Joseph M. Joyce
Title: Senior Vice President & Secretary

Best Buy Business to Business, Inc.
By: 
Name: Cathy R. Sams
Title: Vice President

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

MAY 25 2004


Secretary of State 