

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Zoomtown.com Inc.		06/01/2005	CORPORATION: OHIO

RECEIVING PARTY DATA

Name:	Cincinnati Bell Entertainment Inc.
Street Address:	209 West 7th Street
City:	Cincinnati
State/Country:	OHIO
Postal Code:	45202
Entity Type:	CORPORATION: OHIO

PROPERTY NUMBERS Total: 7

Property Type	Number	Word Mark
Registration Number:	2672446	ZOOMTOWN
Registration Number:	2745947	ZOOMTOWN CINCINNATI
Registration Number:	2845201	ZOOMTOWN CINCINNATI
Registration Number:	2732396	ZOOMTOWN CINCINNATI
Registration Number:	2745948	ZOOMTOWN CINCINNATI
Registration Number:	2813268	ZOOMTOWN.COM
Serial Number:	75980684	ZOOMTOWN

CORRESPONDENCE DATA

Fax Number: (614)464-1737
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 614-559-7233
 Email: nhudson@fbtlaw.com
 Correspondent Name: Nicolette R. Hudson
 Address Line 1: 201 E. Fifth Street
 Address Line 2: 2200 PNC Center

OP \$190.00 2672446

Address Line 4: Cincinnati, OHIO 45202

NAME OF SUBMITTER: Nicolette R. Hudson

Signature: /nicolette r hudson/

Date: 06/27/2005

Total Attachments: 5
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Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State

Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos

e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)

Mail Form to one of the Following:

Yes PO Box 1390
Columbus, OH 43216

*** Requires an additional fee of \$100 ***

No PO Box 1028
Columbus, OH 43216

Certificate of Amendment by Shareholders or Members

(Domestic)

Filing Fee \$50.00

2005 JUN 10 AM 9:01

(CHECK ONLY ONE (1) BOX)

(1) Domestic for Profit	<input type="checkbox"/> Amended (122-AMAP)	PLEASE READ INSTRUCTIONS	<input checked="" type="checkbox"/> Amendment (125-AMDS)	(2) Domestic Non-Profit	<input type="checkbox"/> Amended (126-AMAN)	<input type="checkbox"/> Amendment (128-AMD)

Complete the general information in this section for the box checked above.

Name of Corporation Zoomtown.com Inc.

Charter Number 1062355

Name of Officer Amy Collins

Title Secretary

Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

A meeting of the shareholders directors (*non-profit amended articles only*)

members was duly called and held on _____
(Date)

at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative vote was cast which entitled them to exercise _____% as the voting power of the corporation.

In a writing signed by all of the shareholders directors (*non-profit amended articles only*)
 members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the articles of regulations or bylaws permit.

Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede and take the place of the existing articles of incorporation and all amendments thereto.

All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: Cincinnati Bell Entertainment Inc.

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

_____ (city, village or township)

_____ (county)

THIRD: The purposes of the corporation are as follows:

[Empty box for purposes of the corporation]

FOURTH: The number of shares which the corporation is authorized to have outstanding is: _____

(Does not apply to box (2))

REQUIRED

Must be authenticated
(signed) by an authorized
representative

(See Instructions)

Amy Collins
Authorized Representative

6-1-05
Date

Amy Collins
(Print Name)
Secretary

Cincinnati Bell Entertainment Inc. f/k/a ZoomTown.com

Authorized Representative

Date

(Print Name)

**WRITTEN CONSENT OF SOLE DIRECTOR
OF
ZOOM TOWN.COM INC.**

The undersigned, being the sole director of Zoom Town.Com Inc., an Ohio corporation (the "Company"), DOES HEREBY CONSENT to the adoption of, and DOES HEREBY ADOPT, the resolutions attached hereto as Exhibit A.

This written Consent may be executed by facsimile, and upon such execution, shall have the same force and effect as an original.

Dated ^{June}~~February~~ 1, 2005



Brian A. Ross

EXHIBIT A

RESOLVED, that the registered name of the corporation, ZoomTown.com Inc., an Ohio corporation, Charter Number 1602355, be changed, through a Certificate of Amendment filed with the Ohio Secretary of State, to Cincinnati Bell Entertainment Inc.



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
06/13/2005	200516101856	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	100.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

THOMAS W BOSSE PLLC
2101 CHAMBER CENTER DR
FT MITCHELL, KY 41017

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, J. Kenneth Blackwell

1062355

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
CINCINNATI BELL ENTERTAINMENT, INC.

and, that said business records show the filing and recording of:

Document(s)
DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):
200516101856



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 10th day of June, A.D. 2005.

J. Kenneth Blackwell
Ohio Secretary of State