

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/17/2006

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Bebo.com, LLC		05/17/2006	LIMITED LIABILITY COMPANY: CALIFORNIA

RECEIVING PARTY DATA

Name:	Bebo, Inc.
Street Address:	795 Folsom Street, 6th Floor
City:	San Francisco
State/Country:	CALIFORNIA
Postal Code:	94107
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Serial Number:	77139334	WHITEBOARD
Serial Number:	77095913	BEBO
Registration Number:	3138515	BEBO

CORRESPONDENCE DATA

Fax Number: (415)836-2501
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 415 836 22557
 Email: tmdocket@dlapiper.com, barbara.ellen@dlapiper.com,
 heather.dunn@dlapiper.com
 Correspondent Name: Heather A. Dunn, c/o DLA Piper US LLP
 Address Line 1: 153 Townsend Street, Suite 800
 Address Line 4: San Francisco, CALIFORNIA 94107

ATTORNEY DOCKET NUMBER:	360139-100
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CH \$90.00 77139334

NAME OF SUBMITTER:	Heather A. Dunn
Signature:	/Heather Dunn/
Date:	02/25/2008
Total Attachments: 3 source=Bebo Certificate of Merger#page1.tif source=Bebo Certificate of Merger#page2.tif source=Bebo Certificate of Merger#page3.tif	

Delaware

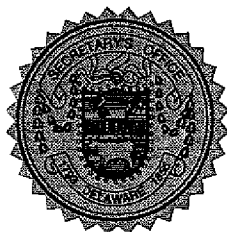
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"BEBO.COM LLC", A CALIFORNIA LIMITED LIABILITY COMPANY,
WITH AND INTO "BEBO, INC." UNDER THE NAME OF "BEBO, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF MAY, A.D. 2006, AT 8:32 O'CLOCK A.M.

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



4142318 8100M

060466626

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4751548

DATE: 05-17-06

TRADEMARK
REEL: 003726 FRAME: 0133

CERTIFICATE OF MERGER

of

Bebo.com LLC
(a California limited liability company)

with and into

Bebo, Inc.
(a Delaware corporation)

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Section 17552(a) of the California Corporations Code, the undersigned corporation, Bebo, Inc., and the undersigned managers of Bebo.com LLC, hereby certify:

FIRST: That the name and state of incorporation or organization of each of the constituent business entities of the merger is as follows:

<u>Name</u>	<u>State of Incorporation or Organization</u>
Bebo.com LLC	California
Bebo, Inc	Delaware

SECOND: That an Agreement and Plan of Merger dated as of May 16, 2006, by and between Bebo.com LLC, a California limited liability company, and Bebo, Inc., a Delaware corporation (the "Merger Agreement"), has been approved, adopted, certified, executed and acknowledged by each of the constituent business entities in accordance with the requirements of subsection (c) of Section 264 of the Delaware General Corporation Law and Section 17551 of the California Corporations Code

THIRD: That the name of the corporation surviving the merger is Bebo, Inc (the "Surviving Corporation") The Surviving Corporation is a corporation of, and its internal affairs will be governed by the laws of, the State of Delaware

FOURTH: That the Certificate of Incorporation, as amended and restated, of the Surviving Corporation shall continue to be the Certificate of Incorporation.

FIFTH: That the executed Agreement and Plan of Merger is on file at the principal place of business of the Surviving Corporation. The address of said principal place of business is 142 10th Street, San Francisco, California 94103

SIXTH: That a copy of the Agreement of Merger will be furnished by Surviving Corporation upon request and without charge to any stockholder/member of any constituent entity

SEVENTH: That 100% of the membership interest of Bebo.com LLC was entitled to vote on the merger, regardless of the class of such membership interest. The principal terms of the Agreement and Plan of Merger were approved by a vote of the number of interests of each class that equaled or exceeded the vote required, such required vote being the unanimous consent of all members of Bebo.com LLC, regardless of the class of membership interest.


EIGHTH: That this Certificate of Merger shall be effective immediately upon filing.

NINTH: That the Surviving Corporation hereby agrees that it may be served in the State of California in a proceeding for the enforcement of an obligation of any constituent entity of the merger and in a proceeding to enforce the rights of any holder of a dissenting interest in a constituent California limited liability company.


TENTH: That the Surviving Corporation hereby agrees that it will promptly pay the holder of any dissenting interest in a constituent California limited liability company the amount to which that person is entitled under California law.


IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be executed this 16th day of May, 2006.

Bebo, Inc.
a Delaware corporation

By: 
Michael Birch
President and Chief Executive Officer

Bebo.com LLC
a California limited liability

By: 
Michael Birch
Manager

By: 
Xochi Birch
Manager