

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	04/13/2009

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rowe International Corporation		04/13/2009	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Merit Industries Inc.
Also Known As:	AKA n/k/a AMI Entertainment Network, Inc.
Street Address:	155 Rittenhouse Circle
City:	Bristol
State/Country:	PENNSYLVANIA
Postal Code:	19007
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 40

Property Type	Number	Word Mark
Registration Number:	2344014	BERKELEY
Registration Number:	2309859	CENTURY
Registration Number:	2280065	STARBURST
Registration Number:	0533276	ROWE
Registration Number:	0932593	AMI
Registration Number:	0948890	
Registration Number:	0858590	ROWE AMI
Registration Number:	1531812	LASERSTAR
Registration Number:	2356163	SUNRISE
Registration Number:	2388468	LASERSTAR ENCORE
Registration Number:	2366273	ROWE
Registration Number:	2884708	AMI

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Registration Number:	2764781	STUDIO SOUND
Registration Number:	2948729	ROWE
Registration Number:	2948660	ROWE AMI
Registration Number:	2944303	ROWE AMI
Registration Number:	2877035	MY SONG FIRST
Registration Number:	2888558	LASERSTAR
Registration Number:	3069089	FLAME
Registration Number:	3098985	ROWE
Registration Number:	3005077	ROWE AMI
Registration Number:	2982216	IF IT'S IN YOU, IT'S IN HERE
Registration Number:	3033018	ANY SONG, ANY TIME
Registration Number:	2986542	SOLARA
Registration Number:	3024698	NITESTAR
Registration Number:	3051698	NITESTAR DUET
Registration Number:	3014130	STARBRITE
Registration Number:	3320356	NITEHAWK
Registration Number:	3243078	JUMP
Registration Number:	3432442	GRANDSTAR
Registration Number:	2818417	STARGLO
Registration Number:	2696534	STARLINK
Registration Number:	2648116	NETSTAR
Registration Number:	2322197	LASERSTAR STORM
Registration Number:	1565658	LASER WALLSTAR
Registration Number:	1532845	COMBOSTAR
Serial Number:	78348797	AMI ENTERTAINMENT
Serial Number:	78348815	AMI
Serial Number:	78380045	AMI
Serial Number:	77580077	ENCORE

CORRESPONDENCE DATA

Fax Number: (312)863-7865
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 312-201-3865
Email: sharon.patterson@goldbergkohn.com
Correspondent Name: Sharon Patterson
Address Line 1: c/o Goldberg Kohn, 55 E. Monroe St.

Address Line 2: Ste. 3300
Address Line 4: Chicago, ILLINOIS 60603

ATTORNEY DOCKET NUMBER:	4975.022
NAME OF SUBMITTER:	Sharon Patterson
Signature:	/sharon patterson/
Date:	04/27/2009

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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:

"ROWE INTERNATIONAL CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "MERIT INDUSTRIES INC." UNDER THE NAME OF "AMI ENTERTAINMENT NETWORK, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTEENTH DAY OF APRIL, A.D. 2009, AT 11:52 O'CLOCK A.M.


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



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You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7241683

DATE: 04-13-09

TRADEMARK
REEL: 003977 FRAME: 0252

CERTIFICATE OF MERGER

OF

ROWE INTERNATIONAL CORPORATION
(a Delaware corporation)

WITH AND INTO

MERIT INDUSTRIES INC.
(a Delaware corporation)

In accordance with the provisions of §251 of the
General Corporation Law of the State of Delaware

MERIT INDUSTRIES INC., a corporation duly organized and existing under and by virtue of the laws of the State of Delaware, desiring to merge **ROWE INTERNATIONAL CORPORATION**, a Delaware corporation (the "Corporation"), with and into itself, pursuant to the provisions of §251 of the General Corporation Law of the State of Delaware, **DOES HEREBY CERTIFY** as follows:

FIRST: The name and state of incorporation of each constituent corporation participating in the merger (the "Merger") is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
MERIT INDUSTRIES INC.	Delaware
ROWE INTERNATIONAL CORPORATION	Delaware

SECOND: An Agreement and Plan of Merger (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each constituent corporation, in accordance with the requirements of §251 of the General Corporation Law of the State of Delaware.

THIRD: The surviving corporation in the Merger is **MERIT INDUSTRIES INC.** (the "Surviving Corporation"), which will continue its existence as the surviving corporation

upon the effective date of the Merger (the "Effective Date") under the name "AMI Entertainment Network, Inc."

FOURTH: The Amended and Restated Certificate of Incorporation of the Surviving Corporation (the "Certificate of Incorporation") is to be amended and changed by reason of the Merger herein certified by striking out the first sentence of article 1. thereof, relating to the name of the Surviving Corporation and substituting in lieu thereof the following NEW first sentence of article 1:

1. The name of this corporation is "AMI Entertainment Network, Inc."

The Certificate of Incorporation as amended and changed will continue to be the Certificate of Incorporation of the Surviving Corporation until further amended and changed in accordance with the provisions of the General Corporation Law of the State of Delaware. The Bylaws of the Corporation as in effect at the Effective Date shall be the Bylaws of the Surviving Corporation.

FIFTH: Anything herein or elsewhere to the contrary notwithstanding, the Merger Agreement may be amended or terminated and abandoned by the boards of directors of the constituent corporations at any time prior to the date of filing the Certificate of Merger with the Secretary of State of the State of Delaware.

SIXTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Corporation located at the following address: 155 Rittenhouse Circle, Bristol, Pennsylvania 19007. A copy of the Merger Agreement will be furnished by the Surviving Corporation, upon request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The Merger shall be effective immediately upon filing.

DSMDB-2591292v02

IN WITNESS WHEREOF, the undersigned, for the purpose of effectuating the Merger of the constituent corporations, pursuant to the General Corporation Law of the State of Delaware, under penalties of perjury does hereby declare and certify that this is the act and deed of the Surviving Corporation and the facts stated herein are true and accordingly has hereunto signed this Certificate of Merger this 13th day of April, 2009.

MERIT INDUSTRIES INC., a Delaware corporation By: <u>MS</u> Name: Michael P. Santoni Title: Senior VP Finance	ROWE INTERNATIONAL CORPORATION a Delaware corporation By: <u>MS</u> Name: Michael P. Santoni Title: Senior VP Finance
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[Signature Page to Certificate of Merger]

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