

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM313103

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	CHANGE OF NAME		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ePals, Inc.		06/27/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Cricket Media, Inc.		
<b>Street Address:</b>	13625 Dulles Technology Drive, Suite A		
<b>City:</b>	Herndon		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	20171		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 52</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3472955	EPALS	
<b>Registration Number:</b>	3554610	EPALS .COM	
<b>Registration Number:</b>	3283333	OPEN BOOKS OPEN MINDS	
<b>Registration Number:</b>	3233941	STUDENT PLACE	
<b>Registration Number:</b>	2814649	PEN PAL PLACE	
<b>Registration Number:</b>	2981637	OPEN BOOKS OPEN MINDS	
<b>Registration Number:</b>	2961690	IN2BOOKS A LEARNING COMMUNITY	
<b>Registration Number:</b>	2854732	TEACHER PLACE	
<b>Registration Number:</b>	3273142	A LEARNING COMMUNITY	
<b>Registration Number:</b>	3463117	WHERE LEARNERS CONNECT	
<b>Registration Number:</b>	3336021	SCHOOL-SAFE EMAIL	
<b>Registration Number:</b>	3018867	EPALS CLASSROOM EXCHANGE	
<b>Registration Number:</b>	2809309	IN2BOOKS	
<b>Registration Number:</b>	2828488	IN2BOOKS	
<b>Registration Number:</b>	2366336	IN2BOOKS	
<b>Registration Number:</b>	2455910	IN2BOOKS	
<b>Registration Number:</b>	3775107	BOOKPAL	
<b>Registration Number:</b>	3452443	STUDENT PLACE	
<b>Registration Number:</b>	3720946	SCHOOLMAIL	
<b>Registration Number:</b>	3872254	LEARNINGSPLACE	
<b>TRADEMARK</b>			

OP \$1315.00 3472955

Property Type	Number	Word Mark
Registration Number:	3961178	EPALS BOOK SHOP
Serial Number:	85201897	A COMMON CORE LEARNING ENVIRONMENT
Serial Number:	85217259	IN2LITERACY
Registration Number:	4177827	SCHOOLSAFE
Serial Number:	85331393	COMMON CORE EMENTORING
Serial Number:	85513191	POLICY CONNECT
Registration Number:	3703112	THE NEXT MOVEMENT IN NEWS
Registration Number:	3865375	NEWSTOGRAM
Registration Number:	4424134	EPALS GLOBAL COMMUNITY
Registration Number:	4391114	APPLESEEDS
Registration Number:	4387113	DIG
Registration Number:	2647001	ASK
Registration Number:	2738168	ASK ARTS AND SCIENCES FOR KIDS
Registration Number:	1982952	BABYBUG
Registration Number:	3546775	CALLIOPE EXPLORING WORLD HISTORY
Registration Number:	2216767	CICADA
Registration Number:	2155400	CLICK
Registration Number:	1163722	COBBLESTONE
Registration Number:	1107204	CRICKET
Registration Number:	3575335	FACES PEOPLE, PLACES, AND CULTURES
Registration Number:	1614847	LADYBUG
Registration Number:	2527251	LADYBUG
Registration Number:	2155401	MUSE
Registration Number:	2792592	NOODLEBUG
Registration Number:	1456496	ODYSSEY
Registration Number:	1875206	SPIDER
Registration Number:	2100815	CATFEET PRESS
Registration Number:	2083140	CATFEET P PRESS
Registration Number:	3091657	POPULAR CULTURE AND PHILOSOPHY
Registration Number:	2947438	
Serial Number:	86241787	CRICKET
Serial Number:	86247570	CRICKET MEDIA

**CORRESPONDENCE DATA**

Fax Number: 8032559831

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.*

Phone: 803.799.2000

Email: ip@nelsonmullins.com

Correspondent Name: Neil C. Jones

**TRADEMARK**

**REEL: 005337 FRAME: 0920**

**Address Line 1:** 100 North Tryon Street, 42nd Floor  
**Address Line 4:** Charlotte, NORTH CAROLINA 28202

**ATTORNEY DOCKET NUMBER:** 28849/00001

**NAME OF SUBMITTER:** Neil C. Jones

**SIGNATURE:** /Neil C. Jones/

**DATE SIGNED:** 08/06/2014

**Total Attachments: 2**

source=Cricket Media#page1.tif

source=Cricket Media#page2.tif

# 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 AMENDMENT OF "EPALS, INC.", CHANGING ITS NAME FROM "EPALS, INC." TO "CRICKET MEDIA, INC.", FILED IN THIS OFFICE ON THE NINTH DAY OF JULY, A.D. 2014, AT 1:49 O'CLOCK P.M.

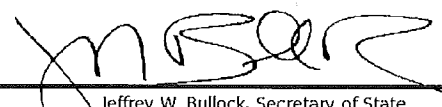
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



4078059 8100

140933671

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 1524807

DATE: 07-10-14

TRADEMARK  
REEL: 005337 FRAME: 0922

EPALS, INC.

**CERTIFICATE OF AMENDMENT  
TO  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION**

ePals, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

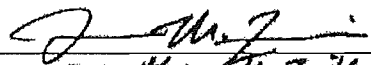
1. Article I of the Amended and Restated Certificate of Incorporation of the Corporation is amended to read as follows:

"1. The name of the Corporation is Cricket Media, Inc."

2. The amendment was duly proposed and declared advisable by the Corporation's Board of Directors and adopted by the Corporation's sole stockholder in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned has signed the Certificate this 27<sup>th</sup> day of June, 2014.

EPALS, INC.

By:   
Name: Jonathan M. Zaitly  
Title: EVP