



05-18-1999

U.S. Department of Commerce  
Patent and Trademark Office



101038649

PATENTS ONLY

Our Ref.: 2302-3

5.11.99

Commissioner of Patents and Trademarks  
Box Assignment, Washington, D.C. 20231

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

TECHNICAL  
MAINTENANCE  
CORPORATION

2. Name and address of receiving party(ies):

Name: TOUCHTUNES MUSIC CORPORATION

Internal Address:

Street Address: 1800 East Sahara, Suite 107

Additional name/s of conveying party/ies attached? ☐

3. Nature of conveyance:

- ☐ Assignment ☐ Merger  
☐ Security Assignment ☒ Change of Name  
☐ Other

City: Las Vegas

State/Country: Nevada

Zip: 89104

Execution Date: November 26, 1998

Additional name/s & address/es attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is:

A. Patent Application No(s).

(1) 08/817,690 (4) 08/817,968 (7) 08/817,438 (10) 09/144,440  
(2) 08/817,689 (5) 08/817,437 (8) 08/935,826 (11) 09/253,734  
(3) 08/817,528 (6) 08/817,426 (9) 09/161,584

B.

(1)  
(2)  
(3)

Additional numbers attached ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Alan M. Kagen

Internal Address:

Street Address: Nixon & Vanderhye P.C.

1100 North Glebe Road

8<sup>th</sup> Floor

City: Arlington State: VA Zip: 22201

6. Total number of applications & patents involved: 11

7. Total fee (37 CFR 3.41)

\$ 440.00

☒ Enclosed

☐ Authorized to be charged to deposit account #14-1140

8. The Commissioner is hereby authorized to charge any deficiency in the fee(s) filed, or asserted to be filed, or which should have been filed herewith (or with any paper thereafter filed in this application by this firm) to our Account No. 14-1140.

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9. Statements and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Alan M. Kagen

Name of Person Signing

Reg. No. 36,178

Signature

May 11, 1999

Date

Total number of pages including original cover sheet, attachments, and document: [3]

TA (\$75)

**FILED**  
IN THE OFFICE OF THE  
SECRETARY OF STATE OF THE  
STATE OF NEVADA

DEC 04 1998  
No. C 7447-90

*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION**

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TECHNICAL MAINTENANCE CORPORATION, a corporation organized under the laws of the State of Nevada, by its President and Secretary, does hereby certify:

1. That the Board of Directors of said corporation, at a meeting duly convened and held on the 31<sup>st</sup> day of August 1998, passed resolutions declaring that the following changes and further amendments to the corporation's Amended and Restated Articles of Incorporation are advisable:

RESOLVED that subparagraph 1.1 of Article SIXTH of said Amended and Restated Articles of Incorporation, stating the name of the corporation, shall be amended to read as follows:

"The name of the corporation is TOUCHTUNES MUSIC CORPORATION."

RESOLVED that subparagraph 5.1 of Article SIXTH of the said Amended and Restated Articles of Incorporation, specifying the number of shares which the corporation is authorized to issue, shall be amended to read as follows:

"5.1 The Corporation is authorized to issue two classes of stock to be designated, respectively, "Class A voting common stock" and "Series A Preferred Stock." The total number of shares which the Corporation is authorized to issue is sixty million (60,000,000) shares.

Fifty million (50,000,000) shares shall be Class A voting common stock, each having a per value of one-tenth of one cent (\$.001). Ten million (10,000,000) shares shall be Series A Preferred Stock, each having a per value of one-tenth of one cent (\$.001)."

2. That the number of shares of the corporation outstanding and entitled to vote on an amendment to the Amended and Restated Articles of Incorporation are 14,658,644 shares of Class A common stock and 100 shares of Series A Preferred Stock, voting as a single class

