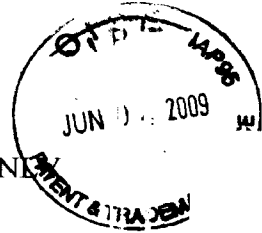


6/4/09



PATENTS ONLY

06-08-2009

Attorney Docket #: 20070/79136.A14



103563038

1. Name of party or parties interest: Nielsen Media Research, LLC (formerly known as Nielsen Media Research, Inc.) A Delaware Corporation 770 Broadway New York, New York 10003	Address of party or parties receiving an interest: Name: The Nielsen Company (US), LLC A Delaware Limited Liability Company 150 North Martingale Road Schaumburg, IL 60173
3. Description of the interest conveyed: ___ Assignment <u>X</u> Merger ___ Change of Name ___ Security Agreement Execution Date: October 1, 2008	Other:
4. Application number(s) or patent number(s). Additional sheet attached? YES ___ NO <u>X</u> A. Patent Application no.(s):	If the document is being filed together with a new application, the execution date of the application is: B. Patent no.(s): 5,450,122 issued on September 12, 1995
5. Name and address of party to whom correspondence concerning this cover sheet should be mailed: Name: Sergio Filice Registration No.: 59,727 HANLEY, FLIGHT & ZIMMERMAN, LLC Street Address: 150 S. Wacker Drive Suite 2100 City: Chicago State: Illinois Zip: 60606	6. Number of applications and/or patents identified on this cover sheet: 1 ----- 7. Amount of fee enclosed or authorized to be charged: \$40.00 ----- 8. Any additional required fee may be charged, or any overpayment credited to our deposit account: 50-2455

9. To the best of my knowledge and belief, the information contained on this cover sheet is true and correct and any copy submitted is a true copy of the original document. I hereby certify that this paper is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Commissioner for Patents, P.O. Box 1450, Alexandria, VA 22313-1450 on this date:

Date: 6/1/2009

06/05/2009 MCMA1-00000037 502455 5450122
Sergio D. Filice
Registration No.: 59,727
40.00 DA

Total number of pages including cover sheet, attachments, and document: 7

STATE OF DELAWARE
CERTIFICATE OF CONVERSION

of

Nielsen Media Research, Inc.

(a Delaware corporation)

to

Nielsen Media Research, LLC

(a Delaware limited liability company)

This Certificate of Conversion to Limited Liability Company is being duly executed and filed by an authorized person, to convert Nielsen Media Research, Inc., a Delaware corporation (the "Corporation"), to a Delaware limited liability company, under Section 18-214 of the Delaware Limited Liability Company Act (the "Act").


- (1) The jurisdiction where the Corporation was first formed is Delaware.
- (2) The jurisdiction of the Corporation immediately prior to filing this Certificate is Delaware.
- (3) The date the Corporation was first incorporated in Delaware is January 2, 1996.
- (4) The name of the Corporation immediately prior to filing this Certificate was Nielsen Media Research, Inc.
- (5) In accordance with Section 266(b) of the General Corporation Law of the State of Delaware (the "DGCL"), the Board of Directors (the "Board") and the sole stockholder of the Corporation by a written consent of the Board in accordance with the provisions of Section 141(f) of the DGCL and written consent of the sole stockholder of the Corporation in accordance with Section 228 of the DGCL, adopted a resolution approving the conversion of the Corporation into a Delaware limited liability company.
- (6) The name of the Limited Liability Company as set forth in the Certificate of Formation is Nielsen Media Research, LLC.
- (7) The conversion shall be effective upon the acceptance of the filing of this Certificate of Conversion by the Secretary of State of the State of Delaware.

[the next page is the signature page]

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
on this 1st day of October, 2008.

NIELSEN MEDIA RESEARCH, INC.

By:



Harris Black
Authorized Person

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NIELSEN MEDIA RESEARCH, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NIELSEN MEDIA RESEARCH, INC." TO "NIELSEN MEDIA RESEARCH, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2008, AT 8:47 O'CLOCK A.M.

2572956 8100V

081001829

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6886336

DATE: 10-01-08

PATENT
REEL: 022813 FRAME: 0791

CERTIFICATE OF MERGER
NIELSEN MEDIA RESEARCH, LLC
WITH AND INTO
THE NIELSEN COMPANY (US), LLC

1. Nielsen Media Research, LLC, a Delaware limited liability company, shall merge with and into The Nielsen Company (US), LLC, a Delaware limited liability company, pursuant to Section 18-209 of the Delaware Limited Liability Company Act, in accordance with the terms of the Agreement of Merger duly adopted.

2. The name and jurisdiction of formation of each entity which is to merge is:

<u>Name</u>	<u>Jurisdiction of Formation</u>
Nielsen Media Research, LLC	Delaware
The Nielsen Company (US), LLC	Delaware

3. An Agreement of Merger has been approved and executed by the surviving limited liability company and the merging limited liability company.

4. The name of the surviving limited liability company shall be The Nielsen Company (US), LLC.

5. The merger shall be effective upon the acceptance of the filing of this Certificate of Merger by the Secretary of State of the State of Delaware.

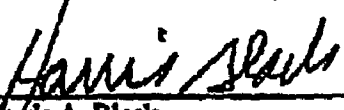
6. The Agreement of Merger is on file at the place of business of the surviving limited liability company, the address of which is 770 Broadway, New York, NY 10003.

7. A copy of the Agreement of Merger will be furnished by the surviving limited liability company, on request and without cost, to any member of either the surviving or the merging limited liability company.

[The next page is the signature page.]

IN WITNESS WHEREOF, the surviving limited liability company has caused this Certificate of Merger to be signed by an Authorized Person on October 1, 2008.

THE NIELSEN COMPANY (US), LLC

By: 
Harris A. Black
Authorized Person

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:

"NIELSEN MEDIA RESEARCH, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "THE NIELSEN COMPANY (US), LLC" UNDER THE NAME OF "THE NIELSEN COMPANY (US), LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIRST DAY OF OCTOBER, A.D. 2008, AT 8:53 O'CLOCK A.M.

3587365 8100M

081001842

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6886347

DATE: 10-01-08

RECORDED: 06/04/2009

PATENT
REEL: 022813 FRAME: 0794