

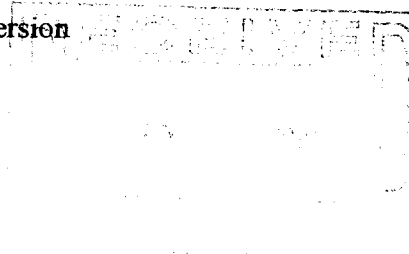
PATENTS ONLY

01-12-2010



103585892

1-11-10

<p>1. Name of party or parties conveying an interest:</p> <p>NetRatings, Inc. A Delaware Corporation 120 West 45<sup>th</sup> Street 35<sup>th</sup> Floor New York, New York 10036</p>	<p>2. Name and address of party or parties receiving an interest:</p> <p>Name: NetRatings, LLC A Delaware Limited Liability Company 770 Broadway New York, New York 10003</p>
<p>3. Description of the interest conveyed:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name <input type="checkbox"/> Security Agreement</p> <p>Execution Date: October 1, 2008</p>	<p>Other:</p> <p><input checked="" type="checkbox"/> Conversion</p> 
<p>4. Application number(s) or patent number(s). Additional sheet attached? YES ___ NO <u>X</u></p> <p>A. Patent Application no.(s): 12/100,698 filed on April 10, 2008</p>	<p>If the document is being filed together with a new application, the execution date of the application is:</p> <p>B. Patent no.(s):</p>
<p>5. Name and address of party to whom correspondence concerning this cover sheet should be mailed:</p> <p>Name: Sergio Filice Registration No.: 59,727 HANLEY, FLIGHT &amp; ZIMMERMAN, LLC Street Address: 150 S. Wacker Drive Suite 2100 City: Chicago State: Illinois Zip: 60606</p>	<p>6. Number of applications and/or patents identified on this cover sheet:</p> <p>7. Amount of fee enclosed or authorized to be charged: \$40.00</p> <p>8. Any additional required fee may be charged, or any overpayment credited to our deposit account: 50-2455</p>

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: 1/6/2010

01/11/2010 LMUELLER 00000046 12100698  
01 FD:0021  
Sergio D. Filice  
Registration No.: 59,727

40.00 OP

Total number of pages including cover sheet, attachments, and document: 4

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:41 AM 10/01/2008  
FILED 08:50 AM 10/01/2008  
SRV 081001834 - 2769374 FILE

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION

of

NetRatings, Inc.

(a Delaware corporation)

to

NetRatings, 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 NetRatings, 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 July 2, 1997.
- (4) The name of the Corporation immediately prior to filing this Certificate was NetRatings, 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 NetRatings, 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 1<sup>st</sup> day of October, 2008.

NETRATINGS, INC.

By: Harris Black  
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 "NETRATINGS, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NETRATINGS, INC." TO "NETRATINGS, LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF OCTOBER, A.D. 2008, AT 8:50 O'CLOCK A.M.

2769374 8100V

081001834



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6886342

DATE: 10-01-08

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

RECORDED: 01/11/2010

PATENT  
REEL: 023766 FRAME: 0798