

PATENT ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT
NATURE OF CONVEYANCE:	Corrective Assignment to correct the Assignor Name previously recorded on Reel 013427 Frame 0827. Assignor(s) hereby confirms the Merger.
CONVEYING PARTY DATA	
Name	Execution Date
TUNETO.COM INC.	07/10/2002
RECEIVING PARTY DATA	
Name:	LISTEN.COM, INC.
Street Address:	2012 - 16TH STREET
City:	SAN FRANCISCO
State/Country:	CALIFORNIA
Postal Code:	94103
PROPERTY NUMBERS Total: 1	
Property Type	Number
Patent Number:	6857106
CORRESPONDENCE DATA	
Fax Number:	(206)217-2201
Phone:	2062172200
Email:	patents@aeonlaw.com
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Correspondent Name:	Adam L.K. Philipp
Address Line 1:	1218 3rd Avenue, Suite 2100
Address Line 4:	Seattle, WASHINGTON 98101
ATTORNEY DOCKET NUMBER:	RN114 CORRECTIVE ASSIGNOR
NAME OF SUBMITTER:	Adam L.K. Philipp
Total Attachments: 5 source=Original RN114-2#page1.tif source=Original RN114-2#page2.tif source=09663296b#page1.tif source=09663296b#page2.tif source=09663296b#page3.tif	

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**CERTIFICATE OF OWNERSHIP AND MERGER
MERCING**

TuneTo.com Inc.
(a Delaware corporation)
INTO
Listen.Com, Inc.
(a California corporation)

Pursuant to Section 253 of the General Corporation Law
of the State of Delaware

Listen.Com, Inc., a California corporation (the "*Company*"), does hereby certify that:

- FIRST:** The Company is a corporation organized and existing under the laws of the State of California.
- SECOND:** The Company owns one hundred percent (100%) of the outstanding shares of capital stock of TuneTo.com Inc., a corporation organized and existing pursuant to the General Corporation Law of the State of Delaware (the "*TT Subsidiary*").
- THIRD:** The Board of Directors of the Company duly adopted at a meeting held on July 10, 2002 the following resolutions:

WHEREAS, the Company owns all of the issued and outstanding shares of the capital stock of the TT Subsidiary; and

WHEREAS, the Board has determined it to be in the best interests of the Company and its shareholders to merge the TT Subsidiary with and into the Company in a statutory short-form merger (the "*TT Merger*") pursuant to the provisions of Section 253 of the Delaware General Corporation Law and Section 1110 of the California Corporations Code, in which the Company will be the surviving corporation of such TT Merger;

NOW, THEREFORE, BE IT RESOLVED, that the TT Merger is hereby approved, and that the Company shall merge the TT Subsidiary with and into the Company with the Company being the surviving corporation of such TT Merger, and thereby acquire all the assets and properties and assume all of the liabilities and obligations of the TT Subsidiary, including tax liabilities in California; and

RESOLVED FURTHER, that the appropriate officers of the Company are hereby authorized and directed, on behalf of the Company, to cause the Company to execute, deliver and file a Certificate of Ownership with the California Secretary of State and a Certificate of Ownership and Merger with the Delaware Secretary of State, and to execute, deliver and file such additional documents (including but not

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limited to assumptions of franchise or other tax liability of the Company) or perform such other acts as are determined to be necessary or appropriate to carry out the TT Merger.

FOURTH: The Company hereby agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the TT Subsidiary, as well as for enforcement of any obligations of the Company arising from the TT Merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the General Corporation Law of the State of Delaware, and the Company hereby irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings, and a copy of such process shall be mailed by the Secretary of State to the Company at the following address: c/o Listen.Com, Inc., 2012 16th Street, San Francisco, California 94103.

IN WITNESS WHEREOF, the Company has caused this Certificate of Ownership and Merger to be executed by its duly authorized officers this 10th of July, 2002.

LISTEN.COM, INC.

By: 

Sean Ryan, its President

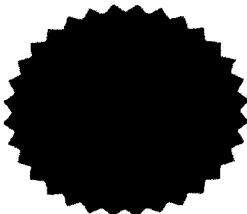
Delaware

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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 OWNERSHIP, WHICH MERGES:

"TUNETO.COM INC.", A DELAWARE CORPORATION,
WITH AND INTO "LISTEN.COM, INC." UNDER THE NAME OF
"LISTEN.COM, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER
THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN
THIS OFFICE THE ELEVENTH DAY OF SEPTEMBER, A.D. 2002, AT 9
O'CLOCK A.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2004693

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DATE: 09-26-02

RECORDED: 10/21/2002
RECORDED: 03/08/2012

PATENT
REEL: 013427 FRAME: 0830
REEL: 027831 FRAME: 0504