

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT2844024

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>	MERGER	
<b>EFFECTIVE DATE:</b>	06/17/1999	
<b>CONVEYING PARTY DATA</b>		
	<b>Name</b>	<b>Execution Date</b>
	THE THINKING MEDIA CORPORATION	06/17/1999
<b>RECEIVING PARTY DATA</b>		
<b>Name:</b>	THINKING MEDIA INC.	
<b>Street Address:</b>	34 W. 17TH STREET	
<b>City:</b>	NEW YORK	
<b>State/Country:</b>	NEW YORK	
<b>Postal Code:</b>	10011	
<b>PROPERTY NUMBERS Total: 1</b>		
	<b>Property Type</b>	<b>Number</b>
	Application Number:	10224766
<b>CORRESPONDENCE DATA</b>		
<b>Fax Number:</b>	(312)580-9696	
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
<b>Phone:</b>	3125801020	
<b>Email:</b>	sfilice@hfzlaw.com	
<b>Correspondent Name:</b>	HANLEY, FLIGHT & ZIMMERMAN, LLC.	
<b>Address Line 1:</b>	150 S. WACKER DR.	
<b>Address Line 2:</b>	SUITE 2200	
<b>Address Line 4:</b>	CHICAGO, ILLINOIS 60606	
<b>ATTORNEY DOCKET NUMBER:</b>	20184/NNR2-D	
<b>NAME OF SUBMITTER:</b>	SERGIO D. FILICE	
<b>SIGNATURE:</b>	/Sergio D. Filice/	
<b>DATE SIGNED:</b>	05/06/2014	
<b>Total Attachments: 3</b>		
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State of Delaware

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Office of the Secretary of State


I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AGREEMENT OF MERGER, WHICH MERGES:

"THE THINKING MEDIA CORPORATION", A NEW YORK CORPORATION, WITH AND INTO "THINKING MEDIA, INC." UNDER THE NAME OF "THINKING MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FIRST DAY OF JUNE, A.D. 1999, AT 10:30 O'CLOCK A.M.



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Edward J. Freel, Secretary of State

AUTHENTICATION: 0667439

DATE: 09-11-00

Redacted

6-21-99

**AGREEMENT AND PLAN OF  
MERGER** dated as of June 17, 1999 (the  
"Agreement"), between **THINKING  
MEDIA, INC.**, a Delaware corporation  
("Thinking Media Delaware"), and **THE  
THINKING MEDIA CORPORATION**, a  
New York corporation (the "Company").

The respective boards of directors of Thinking Media Delaware and the Company have duly adopted and approved this Agreement and the business combination between Thinking Media Delaware and the Company to be effected by the merger of the Company with and into Thinking Media Delaware, pursuant and subject to the terms and conditions of this Agreement and the General Corporation Law of the State of Delaware (the "Delaware Statute") and the New York Business Corporation Law of the State of New York (the "New York Statute"). Each issued and outstanding share of common stock, \$.01 par value of the Company (the "Company Common Stock"), will be exchanged and converted into the right to receive one share of common stock, \$.01 par value, of Thinking Media Delaware (the "Thinking Media Delaware Common Stock") and each option to purchase shares of Company Common Stock will be exchanged and converted into the right to receive an option to purchase shares of Thinking Media Delaware Common Stock in the manner set forth in Section 2 of this Agreement, upon the terms and conditions set forth in this Agreement.

**NOW, THEREFORE**, in consideration of the mutual benefits to be derived from this Agreement and the representations, warranties, covenants, agreements, conditions and promises contained herein, the parties agree as follows:

**SECTION 1. THE MERGER**

(a) **Constituent Corporations.** The name of each constituent corporation is as follows:

(i) The Company was incorporated in the State of New York as Dot.com Development, Inc. and changed its name to The Thinking Media Corporation; and

(ii) The name of Thinking Media Delaware is Thinking Media, Inc.

(b) **Surviving Corporation.** The name of the surviving corporation is Thinking Media, Inc.

(c) **The Merger.** In accordance with the provisions of this Agreement, the Delaware Statute and the New York Statute, the Company shall be merged with and into Thinking Media Delaware (the "Merger"). At and after the Effective Time (as hereafter defined) Thinking Media Delaware shall be, and is sometimes herein referred to as, the "Surviving Corporation". Thinking Media Delaware and the Company are sometimes referred to as the "Constituent Corporations".

IN WITNESS WHEREOF, each of the parties hereto has caused this Agreement and Plan of Merger to be executed and delivered on its behalf as of the date first above written.

THE THINKING MEDIA CORPORATION  
a New York Corporation

By: 

Name: Owen Davis

Title: President

THE THINKING MEDIA, INC.  
a Delaware Corporation

By: 

Name: Owen Davis

Title: President

I, Vidyut Jain, the Secretary of Thinking Media, Inc., a Delaware Corporation hereby certify that this Agreement and Plan of Merger has been adopted in accordance with Section 252 and Subsection (f) of Section 251 of the Delaware General Corporation Law and that no shares of capital stock of Thinking Media, Inc. were issued prior to the adoption by the board of directors of Thinking Media, Inc. of the resolution approving this Agreement and Plan of Merger.

THE THINKING MEDIA, INC.  
a Delaware Corporation

By: 

Name: Vidyut Jain

Title: Secretary