

02-16-1999



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RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY

*MRO 2-11-99*

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)  
Document ID #
- Correction of PTO Error  
Reel #  Frame #
- Corrective Document  
Reel #  Frame #

Conveyance Type

- Assignment  License
  - Security Agreement  Nunc Pro Tunc Assignment
  - Merger  Change of Name
  - Other
- Effective Date  
Month Day Year  
 09 25 98

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name  Media General Broadcasting, Inc.

09 24 98

Formerly  Media General Broadcasting of Virginia, Inc.

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other
- Citizenship/State of Incorporation/Organization  New York

Receiving Party

Mark if additional names of receiving parties attached

Name  Media General Broadcasting, Inc.

DBA/AKA/TA

Composed of

Address (line 1)  100 North Tampa Street

Address (line 2)  Suite 3150

Address (line 3)  Tampa

City

Florida

State/Country

33607

Zip Code

- Individual  General Partnership  Limited Partnership  Association
- Corporation
- Other
- Citizenship/State of Incorporation/Organization  Virginia

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

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Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20503

REEL: 1854 FRAME: 0040

**Domestic Representative Name and Address** Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Correspondent Name and Address** Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

**Pages** Enter the total number of pages of the attached conveyance document including any attachments. #

**Trademark Application Number(s) or Registration Number(s)**  Mark if additional numbers attached  
Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1754228"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

**Number of Properties** Enter the total number of properties involved. #

**Fee Amount** Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed  Deposit Account

Deposit Account (Enter for payment by deposit account or if additional fees can be charged to the account.)  
Deposit Account Number: #

Authorization to charge additional fees: Yes  No

**Statement 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. Charges to deposit account are authorized, as indicated herein.

Jonathan R. Pond  Feb. 10, 1999  
Name of Person Signing Signature Date Signed

# Commonwealth of Virginia



## State Corporation Commission

I Certify the Following from the Records of the Commission:

the foregoing is a true copy of the ARTICLES OF MERGER of MEDIA GENERAL BROADCASTING, INC. issued September 25, 1998.

Nothing more is hereby certified.



Signed and Sealed at Richmond  
on this Date: January 19, 1999

*Joel H. Beck*

Clerk of the Commission

ARTICLES OF MERGER  
OF  
MEDIA GENERAL BROADCASTING, INC.  
INTO  
MEDIA GENERAL BROADCASTING OF VIRGINIA, INC.  
UNDER SECTION 13.1-722  
OF THE VIRGINIA STOCK CORPORATION ACT

**FIRST:** Media General Broadcasting, Inc., a New York corporation originally incorporated under the name of Roy H. Park Broadcasting of Utica-Rome, Inc. on May 5, 1969 (the "Disappearing Corporation"), shall merge with and into Media General Broadcasting of Virginia, Inc. (the "Merger"), a Virginia corporation incorporated on March 5, 1998 (the "Surviving Corporation" together with Disappearing Corporation collectively referred to herein as the "Constituent Corporations"); the Surviving Corporation will survive and be governed by the laws of the Commonwealth of Virginia.

**SECOND:** The Disappearing Corporation has one hundred (100) issued and outstanding shares of common stock, constituting all of its capital stock; all such stock is owned by Media General Communications, Inc., a Delaware corporation (the "Parent"). The Surviving Corporation has one hundred (100) issued and outstanding shares of common stock, constituting all of its capital stock; all such stock is owned by the Parent. The Parent is entitled to vote on the Merger and has approved the Merger by unanimous written consent without a meeting in compliance with the Virginia Stock Corporation Act.

**THIRD:** The boards of directors of the Constituent Corporations approved the agreement and plan of merger between the Disappearing Corporation and the Surviving Corporation (the "Agreement and Plan of Merger") by unanimous written consent without a meeting in compliance with the Virginia Stock Corporation Act.

**FOURTH:** The Merger was approved in accordance with the laws of the State of New York and is in compliance therewith.

**FIFTH:** The effective date of the Merger shall be the date on which these Articles of Merger are filed with the State Corporation Commission of Virginia.

**SIXTH:** Pursuant to the Agreement and Plan of Merger, the Articles of Incorporation of the Surviving Corporation shall be the Articles of Incorporation of the surviving corporation; provided, that Paragraph First of the

Articles of Incorporation of the Surviving Corporation shall be amended to read in its entirety as follows:

FIRST: The name of the corporation (hereinafter called the "Corporation") is Media General Broadcasting, Inc.

SEVENTH: The Agreement and Plan of Merger is attached hereto as Exhibit A.

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TRADEMARK  
REEL: 1854 FRAME: 0044

IN WITNESS WHEREOF, the undersigned have caused and authorized these Articles of Merger as of this 24 day of September, 1998, as their act and the act and deed of the Surviving Corporation.

Surviving Corporation

MEDIA GENERAL BROADCASTING  
OF VIRGINIA, INC.

By: J. Stewart Bryan III  
Name: J. Stewart Bryan III  
Title: President

By: \_\_\_\_\_  
Name: George L. Mahoney  
Title: Secretary

Exhibit A

AGREEMENT AND PLAN OF MERGER  
OF  
MEDIA GENERAL BROADCASTING, INC.  
INTO  
MEDIA GENERAL BROADCASTING OF VIRGINIA, INC.

AGREEMENT AND PLAN OF MERGER, dated as of this 24 day of September, 1998, by and between Media General Broadcasting, Inc., a New York corporation (the "Disappearing Corporation") and Media General Broadcasting of Virginia, Inc., a Virginia corporation (the "Surviving Corporation"). Pursuant to Section 13.1-722 of the Code of Virginia and Section 907 of the Business Corporation Law of the State of New York, the parties agree that the Disappearing Corporation shall merge with and into the Surviving Corporation (the "Merger") according to the terms set forth below:

FIRST: The Disappearing Corporation, which was originally incorporated under the name Roy H. Park Broadcasting of Utica-Rome, Inc. on May 5, 1969, shall merge with and into the Surviving Corporation and will be governed by the laws of the Commonwealth of Virginia.

SECOND: The Disappearing Corporation has one hundred (100) issued and outstanding shares of common stock which are entitled to vote, constituting all of its capital stock; all such stock is owned by Media General Communications, Inc. (the "Parent"), a Delaware corporation. The Surviving Corporation has one hundred (100) issued and outstanding shares of common stock which are entitled to vote, constituting all of its capital stock; all such stock is owned by the Parent.

THIRD: The Merger shall be effective as of the date on which the Certificate of Merger is filed with the respective state (the "Effective Date"). Upon the Merger, the corporate existence of the Surviving Corporation, with all its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and the corporate identity and existence of the Disappearing Corporation, with all its purposes, powers and objects, shall be merged with and into the Surviving Corporation, and the Surviving Corporation shall be fully vested therewith. The separate existence and corporate organization of the Disappearing Corporation shall cease as of the Effective Date.

FOURTH: As of the Effective Date, the issued and outstanding shares of the capital stock of the Surviving Corporation and the Disappearing Corporation shall become and be converted as follows: (A) the shares of the Surviving Corporation stock which are outstanding immediately prior to the Effective Date shall remain issued and outstanding; and (B) the

certificates representing the shares of the Disappearing Corporation stock outstanding shall be canceled. At and after the Effective Date, the Surviving Corporation shall possess all the rights, privileges, immunities, powers, and purposes of each of the Surviving Corporation and the Disappearing Corporation; all the property, real and personal of the Surviving Corporation and the Disappearing Corporation, shall vest in the Surviving Corporation without further act or deed; and the Surviving Corporation shall assume and be liable for all the liabilities, obligations and penalties of the Surviving Corporation and the Disappearing Corporation.

FIFTH: As of the Effective Date, the certificate of incorporation and the bylaws of the Surviving Corporation shall be in the form of the existing certificate of incorporation and bylaws of the Surviving Corporation.

SIXTH: The Articles of Incorporation of the surviving corporation shall be the Articles of Incorporation of the Surviving Corporation; provided, that Paragraph First of the Articles of Incorporation of the Surviving Corporation shall be amended to read in its entirety as follows:

FIRST: The name of the corporation (hereinafter called the "Corporation") is Media General Broadcasting, Inc.



IN WITNESS WHEREOF, each of the parties has caused this Agreement and Plan of Merger to be executed on its behalf by its duly authorized officers, as of the day and year first written above.

Disappearing Corporation:

MEDIA GENERAL BROADCASTING, INC.

By: J. Stewart Bryan III  
Name: J. Stewart Bryan III  
Title: President

By: \_\_\_\_\_  
Name: George L. Mahoney  
Title: Secretary

Surviving Corporation:

MEDIA GENERAL BROADCASTING  
OF VIRGINIA, INC.

By: J. Stewart Bryan III  
Name: J. Stewart Bryan III  
Title: President

By: \_\_\_\_\_  
Name: George L. Mahoney  
Title: Secretary

COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

September 25, 1998

The State Corporation Commission finds the accompanying articles submitted on behalf of

MEDIA GENERAL BROADCASTING OF VIRGINIA, INC.

to comply with the requirements of law. Therefore, it is ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles in the office of the Clerk of the Commission. Each of the following:

MEDIA GENERAL BROADCASTING, INC.

is merged into MEDIA GENERAL BROADCASTING, INC. (formerly MEDIA GENERAL BROADCASTING OF VIRGINIA, INC.), which continues to exist under the laws of VIRGINIA with the name MEDIA GENERAL BROADCASTING, INC.. The existence of each non-surviving entity ceases, according to the plan of merger.

The certificate is effective on September 25, 1998.

STATE CORPORATION COMMISSION

By



Commissioner

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