

08-30-1999



COVER SHEET
ONLY

U.S. Department of Commerce
Patent and Trademark Office

To the Honorable C. 101130465

original documents or copy thereof

1. Name of conveying party(ies):

1 address of receiving party(ies):

Twin-Coast Newspapers, Inc.
604 Pine Avenue
Long Beach, California 90844

~~Press~~ Telegram Publishing, Inc.
~~604~~ Pine Avenue
Long Beach, California 90844

a California corporation

Additional name(s) of conveying party(ies) attached? Y N

3. Nature of conveyance: 8-20-99

- Assignment Merger
- Security Agreement Change of Name

(Individual, Corporation, Ltd. Partnership, etc.)

Additional name(s) & address(es) attached?

Y N

Execution Date: 1/6/95

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,785,489

Additional numbers attached? Y N

5. Name and address of party to whom correspondence concerning document should be mailed:

Russell C. Pangborn, Esq.
Fulwider Patton Lee & Utecht, LLP
200 Oceangate, Suite 1550
Long Beach, California 90801

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

- Enclosed
- Charge to deposit account

8. Deposit account number: 21-0800
(Duplicate attached)

9. Statement and signature.

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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.

 8/17/99

Russell C. Pangborn, Esq.
California Bar No. 174,696

Total number of pages comprising cover sheet: 1

08/30/1999 MTHAI1 00000026 1785489

01 FC: 401 40.00 DP Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231-9998

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CT-07

CERTIFICATE OF MERGER
OF
TWIN COAST NEWSPAPERS, INC.
INTO
PRESS-TELEGRAM PUBLICATIONS, INC.
Under Section 907 of the Business Corporation Law

REC'D
FEB 28 1995

RECEIVED

FEB 23 12 07 PM '95

LCC
STATE OF NEW YORK
FEB 28 1995

FILED

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Hughes Hubbard & Reed
One Battery Park Plaza
New York, New York 10004

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CT-07

CERTIFICATE OF MERGER
OF
TWIN COAST NEWSPAPERS, INC.
INTO

CT-07

PRESS-TELEGRAM PUBLICATIONS, INC.

UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

We, the undersigned, H. Ross Jones and Douglas C. Harris, being respectively the Vice President and the Secretary of Twin Coast Newspapers, Inc., and H. Ross Jones and Douglas C. Harris, being respectively the Vice President and the Secretary of Press-Telegram Publications, Inc. hereby certify:

- 1. (a) The name of each constituent corporation is as follows:

Twin Coast Newspapers, Inc., formed under the name Journal of Commerce Corporation

Press-Telegram Publications, Inc.

- (b) The name of the surviving corporation is Press-Telegram Publications, Inc.

2. As to each constituent corporation, the designation and number of outstanding shares of each class and series and the voting rights thereof are as follows:

<u>Name of Corporation</u>	<u>Designation and number of shares in each class or series outstanding</u>	<u>Class or Series of Shares entitled to Vote</u>	<u>Shares entitled to vote as a class or series</u>
Twin Coast Newspapers, Inc.	115,274 common	Common	N/A
Press-Telegram Publications, Inc.	250 common	Common	N/A

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3. The merger was adopted by Twin Coast Newspapers, Inc., a New York domestic corporation, by the affirmative vote of at least two thirds of the issued and outstanding shares entitled to vote thereon.

4. Press-Telegram Publications, Inc. has complied with the applicable provisions of the laws of the State of California under which it is incorporated, and this merger is permitted by such laws.

5. The surviving corporation is Press-Telegram Publications, Inc., a corporation of the State of California, incorporated on the 23rd day of December, 1993. Press-Telegram Publications, Inc. is not authorized to transact business in New York and is not to transact business in New York until an application for authority shall have been filed by the Department of State.

6. The date when the certificate of incorporation of Twin Coast Newspapers, Inc. was filed by the Department of State was the 7th day of January, 1927.

7. Press-Telegram Publications, Inc. agrees that it may be served with process in the State of New York in any action or special proceeding for the enforcement of any liability or obligation of any constituent corporation, previously amenable to suit in the State of New York, and for the enforcement under the Business Corporation Law, of the right of shareholders of any constituent domestic corporation

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to receive payment for their shares against the surviving corporation; and it designates the Secretary of State of New York as its agent upon whom process may be served in the manner set forth in paragraph (b) of section 306 of the Business Corporation Law, in any action or special proceeding. The post office address to which the Secretary of State shall mail a copy of any process against it served upon him is CI Corporation System, 901 H Street - Suite 400, Court Plaza Building, Sacramento, California 95814. Such post office address shall supersede any prior address designated as the address to which process shall be mailed.

8. Press-Telegram Publications, Inc. agrees that, subject to the provision of Section 623 of the Business Corporation Law, it will promptly pay to the shareholders of each constituent New York corporation the amount, if any, to which they shall be entitled under the provisions of the Business Corporation Law, relating to the right of shareholders to receive payment for their shares.

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9. The merger shall be effective upon filing.

IN WITNESS WHEREOF, we have signed this certificate on
the 6th day of January, 1995 and we affirm the
statements contained therein as true under penalties of perjury.

TWIN COAST NEWSPAPERS, INC.

By: [Signature] (F)
Name: H. Ross Jones
Title: Vice President

By: [Signature] (D)
Name: Douglas C. Harris
Title: Secretary

PRESS-TELEGRAM PUBLICATIONS, INC.

By: [Signature] (C)
Name: H. Ross Jones
Title: Vice President

By: [Signature] (D)
Name: Douglas C. Harris
Title: Secretary