

04-07-2000



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02-22-2000

RECORDATION FORM COVER SHEET

U.S. Patent & TMO/TM Mail Reg. DC #70

TRADEMARKS ONLY

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  
Effective Date  
Month Day Year  
12 31 97
- Change of Name
- Other \_\_\_\_\_

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name Business Journals of North Carolina, Inc.

12 31 94

Formerly \_\_\_\_\_

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other \_\_\_\_\_
- Citizenship/State of Incorporation/Organization North Carolina

Receiving Party

Mark if additional names of receiving parties attached

Name Business Journals of North Carolina, LLC

DBA/AKA/T/A \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 128 S. Tylon Street, Suite 2200

Address (line 2) \_\_\_\_\_

Address (line 3) Charlotte North Carolina, USA 28202

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization North Carolina

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.)

FOR OFFICE USE ONLY

04/05/2000 INHUYEN 00000213 190004 1824396

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(40.00 CH)

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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. 20231

TRADEMARK  
REEL: 002044 FRAME: 0845

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

Name Biz Publishing Inc.

Address (line 1) 128 S. Tyron Street, Suite 2200

Address (line 2) Charlotte, NC 28202

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Correspondent Name and Address**

Area Code and Telephone Number \_\_\_\_\_

Name Richard Koch

Address (line 1) 128 S. Tyron Street, Suite 2200

Address (line 2) Charlotte, NC 28202

Address (line 3) \_\_\_\_\_

Address (line 4) \_\_\_\_\_

**Pages**

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

# 10

**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"/>	<u>1824396</u>	<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.

# 1

**Fee Amount**

Fee Amount for Properties Listed (37 CFR 3.41):

\$ Amount Due

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:

# 19-0004

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.

Eric E. Gisolfi

Name of Person Signing

Signature

February 16, 2000

Date Signed

RECORDATION FORM COVER SHEET  
CONTINUATION  
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name Business Journals of North Carolina, LLC

12 31 97

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other Limited Liability Company

Citizenship State of Incorporation/Organization North Carolina

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name American City Business Journals, Inc.

DBA/AKA/TA

Composed of

Address (line 1) 120 West Morehead Street, Suite 400

Address (line 2)

Address (line 3) Charlotte North Carolina, USA 28202  
City State/Country Zip Code

Individual  General Partnership  Limited Partnership

Corporation  Association

Other

Citizenship/State of Incorporation/Organization North Carolina

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 the Assignment.)

Trademark Application Number(s) or Registration Number(s)

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Mark if additional numbers attached

Trademark Application Number(s)

Registration Number(s)

			<u>1824396</u>		

STATE OF  
NORTH  
CAROLINA



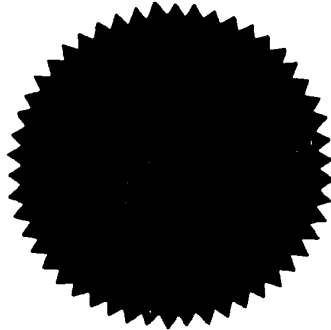
Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

I, Rufus L. Edmisten, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF ORGANIZATION  
OF  
BUSINESS JOURNALS OF NORTH CAROLINA LLC

*the original of which was filed in this office on the 9th day of September, 1994.*



*IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 9th day of September, 1994.*

*Rufus L. Edmisten*

Secretary of State

TRADEMARK  
REEL: 002044 FRAME: 0848

94 2-52 4009

C-0357543

FILED  
9:00 AM

SEP 09 1994

State of North Carolina  
Department of the Secretary of State  
LIMITED LIABILITY COMPANY  
ARTICLES OF ORGANIZATION

EFFECTIVE  
RUFUS L. EDMISTEN  
SECRETARY OF STATE  
NORTH CAROLINA

Pursuant to §57C-3-20 of the General Statutes of North Carolina, the undersigned does hereby submit these Articles of Organization for the purpose of forming a limited liability company.

1. The name of the limited liability company is: Business Journals of North Carolina LLC

2. The latest date on which the limited liability company is to dissolve is: December 31, 2044

3. The name and address of each organizer executing these articles of organization is as follows (at least two persons must execute this document; attach additional pages if necessary):

Biz Publishing, Inc.  
128 S. Tryon Street, Suite 2200  
Charlotte, NC 28202

North Carolina Business Journals, Inc.  
128 S. Tryon Street, Suite 2200  
Charlotte, NC 28202

4. The street address and county of the initial registered office of the limited liability company is:

Number and Street 128 S. Tryon Street, Suite 2200

City, State, Zip Code Charlotte, NC 28202 County Mecklenburg

5. The mailing address if different from the street address of the initial registered office is: \_\_\_\_\_

6. The named of the initial registered agent is: Richard Koch

7. Check one of the following:

(i) Member-managed LLC: all of the members by virtue of their status as members shall be managers of this limited liability company.

(ii) Manager-managed LLC: except as provided by N.C.G.S. §57C-3-20(a), the members of this limited liability company shall not be managers by virtue of their status as members.

8. Any other provisions which the limited liability company elects to include are attached.

9. These articles will be effective upon filing, unless a date and/or time is specified: \_\_\_\_\_

This the 9th day of September, 1994  
Biz Publishing, Inc.

Ray Shaw ORGANIZER  
Signature

Ray Shaw, President  
Type or Print Name and Title

North Carolina Business Journals, Inc.

Richard Koch  
Signature

Richard Koch, Assistant Secretary  
Type or Print Name and Title

NOTES:

Filing fee is \$100. This document and one exact or confirmed copy of these articles must be filed.

TRADEMARK  
REEL: 002044 FRAME: 0849

Business Journals of North Carolina, Inc.  
 FEIN: 58-1501973  
 Tax Year Ended: 12/31/94

Internal Revenue Code Section 332 Statement

Business Journals of North Carolina, Inc. FEI # 58-1501973 transferred its assets and liabilities to the Partnership of Business Journals of North Carolina, LLC FEI # 58-1890806 in return for a 99% interest in the Partnership. The capital account of the Partnership includes \$509,794 which represents the net tax basis of the assets and liabilities transferred. No gain is recognizable on the transfer pursuant to Internal Revenue Code Section 721. The transfer did not include any unrealized receivables or inventory which would cause gain recognition under IRC Section 724.

The assets and liabilities transferred are:

Cash and Accounts Receivable (Net of allowance for doubtful account)	\$705,322.37
Prepaid Expenses	80,584.89
Furn and Equipment-Net	188,623.12
Intangible Assets-Net	391,403.25
Deposits	<u>2,286.67</u>
<b>Total Assets:</b>	<b>\$1,348,230.30</b>
Accounts Payable	67,867.10
Accrued Liabilities	102,219.59
Current Portion-Deferred Income	386,311.17
Deferred Lease Obligation	102,972.99
Deferred Income-Subscriptions	<u>80,285.44</u>
<b>Total Liabilities:</b>	<b>738,436.29</b>
<b>Net:</b>	<b><u>609,794.01</u></b>

In a plan of liquidation, Business Journals of North Carolina, Inc. transferred its 99% interest in Business Journals of North Carolina, LLC to American City Business Journals, Inc. FEI # 43-1366184. The distribution satisfies the requirements of Reg. Section 1.332-2(a) and qualifies for nonrecognition of gain or loss on the transfer.

The liquidation was completed within one taxable year pursuant to a plan of complete liquidation.

The corporation receiving the interest, American City Business Journals, Inc. was on the date of the adoption of the plan of liquidation, and has continued to be at all times until receipt of the interest, the owner of stock of Business Journals of North Carolina, Inc. meeting the requirements of section 1504(a)(2).

TRADEMARK  
 REEL: 002044 FRAME: 0850

**Business Journals of North Carolina, LLC**  
**FEIN: 58-1890808**  
**Tax Year Ended: 12/31/94**

**Internal Revenue Code Section 721 Statement**

Business Journals of North Carolina, Inc. FEI # 58-1501973 transferred its assets and liabilities to the Partnership in return for a 99% interest in the Partnership. The capital account of the Partnership includes \$609,784 which represents the net tax basis of the assets and liabilities transferred. No gain is recognizable on the transfer pursuant to Internal Revenue Code Section 721. The transfer did not include any unrealized receivables or inventory which would cause gain recognition under IRC Section 724.

The assets and liabilities transferred are:

Cash and Accounts Receivable (Net of allowance for doubtful account)	\$705,322.37
Prepaid Expenses	60,694.89
Furn and Equipment-Net	188,623.12
Intangible Assets-Net	391,403.25
Deposits	<u>2,286.87</u>
<b>Total Assets:</b>	<b>\$1,348,230.30</b>
Accounts Payable	67,667.10
Accrued Liabilities	102,219.69
Current Portion-Deferred Income	385,311.17
Deferred Lease Obligation	102,972.99
Deferred Income-Subscriptions	<u>80,265.44</u>
<b>Total Liabilities:</b>	<b>738,436.29</b>
<b>Net:</b>	<b><u>609,794.01</u></b>

**TRADEMARK**  
**REEL: 002044 FRAME: 0851**

BIZ Publishing, Inc.  
FEIN: 56-1845961  
Tax Year Ending 12/31/94

BIZ Publishing, Inc. obtained a 1% interest in Business Journals of North Carolina, LLC (FEIN: 56-1890806), in exchange for a cash contribution of \$ 85,197.

If for reasons unknown to this taxpayer, The Internal Revenue Service determines the resulting interest in the Partnership to be other than a corporate interest afforded inclusion in this consolidated return, then this corporation requests the assets, liabilities, and income to be treated as a component of a member of an affiliated group, thus allowing its' inclusion in this consolidated return under IRC Sec. 1501.

TRADEMARK  
REEL: 002044 FRAME: 0852



American City Business Journals, Inc.  
FEIN: 43-1366184  
Tax Year Ending 12/31/94

American City Business Journals, Inc. obtained a 99% interest in Business Journals of North Carolina, LLC, FEIN: 56-1890806, when Business Journals of North Carolina, Inc. FEIN: 56-1501973 liquidated all of its assets as a subsidiary of American City Business Journals, Inc. and Subsidiaries. (FEIN: 43-1366184)

If for reasons unknown to this taxpayer, the Internal Revenue Service determines the resulting interest in the Partnership to be other than a corporate interest afforded inclusion in this consolidated return, then this corporation requests the assets, liabilities, and income to be treated as a component of a member of an affiliated group, thus allowing its' inclusion in this consolidated return under IRC Sec. 1501

TRADEMARK  
REEL: 002044 FRAME: 0853

Form **SS-4** **Application for Employer Identification number** **EIN 55-1890806**  
 (Rev. December 1993) (For use by employers, corporations, partnerships, trusts, estates, churches, government agencies, certain individuals, and others. See instructions.) **OMB No. 1545-0005 Expires 12-31-98**  
 Department of the Treasury **Internal Revenue Service**

1 Name of applicant (Legal name) (See instructions.) **Business Journals of North Carolina, LLC**

2 Trade name of business, if different from name in line 1

3 Executor, trustee, "care of" name

4a Mailing address (street address) (room, apt., or suite no.) **128 S. Tryon St., #2300**

4b City, state, and ZIP code **Charlotte, NC 28202**

4c Business address, if different from address in lines 4a and 4b **128 S. Tryon St., #2250**

4d City, state, and ZIP code **Charlotte, NC 28202**

5 County and State where principal business is located **Hacklenburg, North Carolina**

7 Name of principal officer, general partner, grantor, owner, or trustee-SSN required (See instructions.) **Biz Publishing, Inc. Richard J. Koch, Secretary**

8a Type of entity (Check only one box.) (See instructions.)

<input type="checkbox"/> Sole Proprietor (SSN)	<input type="checkbox"/> S Corp (SSN of decedent)	<input checked="" type="checkbox"/> Trust
<input type="checkbox"/> REMIC	<input type="checkbox"/> Plan administrator-SSN	<input checked="" type="checkbox"/> Partnership
<input type="checkbox"/> State/local government	<input type="checkbox"/> Other corporation (specify)	<input type="checkbox"/> Service cooperative
<input type="checkbox"/> National guard	<input type="checkbox"/> Federal government/military (enter GSN if applicable)	<input type="checkbox"/> Church or church controlled organization
<input type="checkbox"/> Other nonprofit organization (specify)		
<input type="checkbox"/> Other (specify) >		

8b If a corporation, name the state or foreign country (if applicable) where incorporated > State Foreign country

9 Reason for applying (Check only one box.)

<input type="checkbox"/> Started new business (specify) >	<input checked="" type="checkbox"/> Changed type of organization (specify) <b>From corporation to partnership</b>
<input type="checkbox"/> Hired employees	<input type="checkbox"/> Purchased going business
<input type="checkbox"/> Created a pension plan (specify type) >	<input type="checkbox"/> Created a trust (specify) >
<input type="checkbox"/> Banking purpose (specify) >	<input type="checkbox"/> Other (specify) >

10 Date business started or acquired (Mo., day, year) (See instructions.) **9/1/94**

11 Enter closing month of accounting year. (See instructions.) **December**

12 First date wages or annuities were paid or will be paid (Mo., day, year). Note: If applicant is a withholding agent, enter date income will first be paid to nonresident alien. (Mo., day, year) **10/15/94**

13 Enter highest number of employees expected in the next 12 months. Note: If the applicant does not expect to have any employees during the period, enter "0."

Nonagricultural	Agricultural	Household
<b>60</b>		

14 Principal activity (See instructions.) **Publisher of weekly business newspaper**

15 Is the principal business activity manufacturing?  Yes  No

If "Yes," principal product and raw material used >

16 To whom are most of the products or services sold? Please check the appropriate box.  Business (wholesale)  Public (retail)  Other (specify) >

17a Has the applicant ever applied for an identification number for this or any other business?  Yes  No

Note: If "Yes," please complete lines 17b and 17c.

17b If you checked the "Yes" box in line 17a, give applicant's legal name and trade name, if different than name shown on prior application.

Legal name >	Trade name >
17c Enter approximate date, city, and state where the application was filed and the previous employer identification number if known.	Previous EIN
Approximate date when filed (Mo., day, year)	City, and state where filed

Under penalties of perjury, I declare that I have examined this application, and to the best of my knowledge and belief, it is true, correct, and complete.

Name and title (Please type or print clearly.) **Richard J. Koch, Secretary**

Signature **[Signature]** Date **9-28-94**

Business telephone number (Include area code) **704/375-7404**

Note: Do not write below this line. For official use only.

Class	Size	Reason for applying

TRADEMARK  
REEL: 002044 FRAME: 0854

**ACTION BY UNANIMOUS WRITTEN CONSENT  
OF THE MEMBERS OF  
THE BUSINESS JOURNALS OF NORTH CAROLINA, LLC**

The undersigned, being the holders of all of the Membership Interests of BUSINESS JOURNALS OF NORTH CAROLINA, LLC, a North Carolina Limited Liability Company (the "Company"), do hereby consent, pursuant to Section 9.1(b) of the Company's Operating Agreement, to the following resolutions to have the same force and effect as if the resolutions were presented to and adopted at a meeting of the Members of the Company:

**RESOLVED**, that it is in the best interest of the Company and holders of the Company's Membership interests to dissolve the Company and to transfer all its assets and liabilities to American City Business Journals, Inc., effective December 31, 1997; and it is

**FURTHER RESOLVED**, that the officers of the Corporation be, and each of them hereby is, authorized and empowered to take any and all actions which may be necessary or advisable to effectuate the actions contemplated by the foregoing resolution.

AMERICAN CITY BUSINESS JOURNALS, INC.

By: 

S.I. Newhouse, Jr.  
Vice President

BIZ PUBLISHING, INC.

By: 

S.I. Newhouse, Jr.  
Vice President

November 11, 1997

88520

**TRADEMARK  
REEL: 002044 FRAME: 0855**

State of North Carolina  
Department of the Secretary of State  
ARTICLES OF DISSOLUTION OF  
LIMITED LIABILITY COMPANY

Pursuant to §57C-6-06 of the General Statutes of North Carolina, the undersigned limited liability company hereby submits the following Articles of Dissolution for the purpose of dissolving the limited liability company.

1. The name of the limited liability company is: Business Journals of North Carolina, LLC
2. The dates of filing of its Articles of Organization and all amendments thereto are as follows:  
September 1, 1994
3. The reason for filing the Articles of Dissolution is as follows:  
The LLC is dissolving due to an overall plan to simplify the corporate structure
4. The effective date (which shall be a date certain) of the dissolution, as determined in accordance with  
N.C.G.S. §57C-6-01, is December 31, 1997.
5. Attach any other information determined by the members or managers filing these articles.

This the 11 day of November, 19 97

Business Journals of North Carolina, LLC  
Name of Limited Liability Company

  
Signature

Wedge Abala, Treasurer  
Type or Print Name and Title

NOTES:

1. Filing fee is \$30. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.

CORPORATIONS DIVISION

300 N. SALISBURY STREET

RALEIGH, NC 27603-5909

(N. C. - LLC 2328 - 12/13/93)

RECORDED: 02/22/2000

TRADEMARK  
REEL: 002044 FRAME: 0856