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08-03-2000



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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

101422161

To the Honorable Commissioner of

the attached original documents or copy thereof.

1. Name of conveying party(ies):
The Times Mirror Company

*MKS
6-27-00*

Individual(s).....
 General Partnership.....
 Corporation-State Delaware
 Other

Association
 Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Tribune Company

Internal Address: Suite 2300

Street Address: 435 N. Michigan Avenue

City: Chicago State: IL ZIP: 60611

Individual Citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State Delaware
 Other

If assignee is not domiciled in the United States, a domestic representative designation attached: Yes No
 (Designations must be a separate document from Assignment)
 Additional name(s) & address(es) attached? Yes No

B. Trademark registration No.(s)
See Exhibit 2

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: 6/12/2000

4. Application number(s) or registration number(s):
 A. Trademark Application Nos.(s)
See Exhibit 1

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

Name: Mimi L. Rodman

Internal Address: Tribune Company

Street Address: 435 N. Michigan Avenue
Suite 600

City: Chicago State: IL ZIP: 60611

6. Total number of applications and registrations involved: 136

7. Total fee (37 CFR 3.41)..... \$ 3415.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

08/02/2000 NTHA11 00000165 75573162

01 FC:481 40.00 OP
 02 FC:482 3375.00 OP

9. 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.

Katherine L. McDaniel *[Signature]* 6/12/2000
 Name of Person Signing Signature Date

Total number of pages comprising cover sheet 10

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20231

TRADEMARK
 REEL: 002106 FRAME: 0941

EXHIBIT 1

TRADEMARK APPLICATIONS

State/Country	Mark	App. #
United States	BUSINESS WRAP	75/573162
United States	CALENDAR	75/823368
United States	CALENDAR LIVE!	75/701217
United States	CALENDAR LIVE! & Design	75/701215
United States	CALENDARLIVE.COM	75/701216
United States	CALIFORNIA WEEKEND DIRECT	75/803339
United States	CONNECTING US TO THE TIMES	78/001423
United States	CUTTING EDGE	75/559305
United States	FAMILY TIMES TOGETHER	75/865081
United States	FESTIVAL OF HEALTH	75/667206
United States	FESTIVAL OF HEALTH	75/667218
United States	IN OUR NEIGHBORHOOD	75/589732
United States	JUBILEE OF JOBS	75/687925
United States	LOS ANGELES TIMES FESTIVAL OF HEALTH A WEEKEND OF WELLNESS & Design	75/712709
United States	ORANGE COUNTY TIMES	75/696675
United States	PARA TODOS Y CADA UNO	75/787339
United States	PASADENA WEEKLY	75/593799
United States	PREP NET	75/803337
United States	READING BY 9	75/573052
United States	READING BY 9	75/572315
United States	READING BY 9 & DESIGN	75/576561
United States	READING BY 9 & DESIGN	75/626377
United States	READING BY 9.COM	75/573051
United States	READING, WRITING, RESULTS	75/702106
United States	SHOWBIZ OPPTS	76/047550*
United States	SMALL BUSINESS STRATEGIES CONFERENCE & Design	75/764064
United States	SOUTHERN CALIFORNIA LIVING	75/557647
United States	STEPS TO DISCOVERY	75/702100
United States	STUDY UP	75/589731
United States	THE JUBILIER & Design	75/689289
United States	THE RESUMATOR Design	75/689290
United States	THINKING FORWARD, LOOKING BACK	75/660092

United States	THINKING FORWARD, LOOKING BACK	75/660094
United States	WISE TIMES	75/557648
United States	WWW.OURTIMES.COM	75/661259

EXHIBIT 2

TRADEMARK REGISTRATIONS

Country	Mark	App. #	Reg. #
United States	A TIMES MIRROR COMPANY	74/179632	2,032,390
United States	A TIMES MIRROR NEWSPAPER	73/536097	1,366,654
United States	A TIMES MIRROR NEWSPAPER TM & Design	73/536093	1,367,589
United States	AUTOSOURCE	74/469363	1,955,575
United States	BUSINESS MAKE-OVER	75/529340	2,285,179
United States	CALENDAR	73/778881	1,598,514
United States	CENTERED ON SCIENCE	75/702105	2,335,863
United States	COMPANY TOWN	74/323947	1,937,660
United States	COUNTER INTELLIGENCE	74/684391	1,953,861
United States	DATELINE	74/295240	1,799,598
United States	Design (Benjamin Franklin with Sunglasses)	75/536222	2,313,534
United States	Design (Hands and Spark)	74/560582	1,959,389
United States	Design (Hands and Spark)	74/562911	1,961,489
United States	Design (Hands and Spark)	74/560567	1,965,065
United States	Design (Tree On World Globe)	75/494663	2,267,020
United States	ENHANCING LEADERSHIP THROUGH DIVERSITY	75/368570	2,212,760
United States	FALL SNEAKS	75/573102	2,291,757
United States	FESTIVAL OF BOOKS	75/144124	2,106,058
United States	FESTIVAL OF BOOKS	75/144109	2,113,177
United States	FESTIVAL OF HEALTH	75/667205	2,322,619
United States	FINANCIAL FAX	74/282053	1,856,444
United States	GET THE STORY. GET THE TIMES.	75/084193	2,131,145
United States	HAND AROUND THE HOUSE	73/476698	1,326,923
United States	HIGHWAY 1	75/524315	2,283,130
United States	HIGHWAY 1 AUTOS CALIFORNIA STYLE & Design	75/527188	2,285,167
United States	HOLIDAY SNEAKS	75/573100	2,291,756
United States	HOMESOURCE	74/469364	2,081,845
United States	HOT PROPERTY	75/517403	2,285,097
United States	I OC! & Design	74/366266	1,828,516
United States	I SAW IT THEN... I WANT IT NOW	75/593798	2,316,175
United States	IN OUR NEIGHBORHOOD	75/589824	2,323,623

United States	INTERNET ACADEMY	75/159236	2,166,879
United States	INVESTMENT STRATEGIES	75/535368	2,330,403
United States	INVESTMENT STRATEGIES	75/535370	2,284,261
United States	INVESTMENT STRATEGIES	75/535371	2,282,310
United States	INVESTMENT STRATEGIES & Design	75/535367	2,340,079
United States	INVESTMENT STRATEGIES & Design	75/535369	2,315,829
United States	INVESTMENT STRATEGIES & Design	75/535366	2,315,828
United States	JOBSOURCE	74/469366	2,075,957
United States	LA OPINION PARA TI	75/350357	2,167,773
United States	LAUGH LINES	74/583910	2,014,255
United States	LIFE & STYLE	74/503255	1,930,773
United States	LOVE IS... (Stylized)	72/395054	938,882
United States	MATH YOU CAN BANK ON	75/589749	2,299,994
United States	MATH YOU CAN BANK ON	75/591049	2,302,138
United States	METPRO.BIZ	75/368690	2,308,285
United States	MONEY MAKE-OVER	75/527136	2,285,165
United States	OC LIVE!	74/197720	1,734,757
United States	ON CALIFORNIA	75/527137	2,295,606
United States	ON THE RECORD	75/581414	2,322,594
United States	ON THE RECORD	75/582989	2,348,275
United States	OUR TIMES	75/471017	2,266,797
United States	PLAN-IT EARTH	75/591843	2,328,603
United States	PLAN-IT EARTH	75/589734	2,337,805
United States	RENTSOURCE	74/469365	2,251,564
United States	RN TIMES A MARKETING PUBLICATION OF THE LOS ANGELES TIMES & Design	74/515520	1,913,271
United States	SECTION GEE	75/589303	2,312,682
United States	SELECTIVE MARKET COVERAGE	73/828706	1,628,569
United States	SELECTIVE MARKET COVERAGE	73/386826	1,302,266
United States	SMALL BUSINESS STRATEGIES CONFERENCE	75/548649	2,282,316
United States	SMALL BUSINESS STRATEGIES CONFERENCE	75/548640	2,328,335
United States	SMALL BUSINESS STRATEGIES CONFERENCE	75/548639	2,284,269
United States	SMALL BUSINESS STRATEGIES CONFERENCE & Design	75/548641	2,328,336
United States	SMALL BUSINESS STRATEGIES CONFERENCE & Design	75/548634	2,315,887
United States	SMC	73/386825	1,264,493
United States	SMC SELECTIVE MARKET COVERAGE LOS ANGELES TIMES 1982-1995 & Design	73/790243	1,623,949
United States	SNEAKS	75/584579	2,323,592

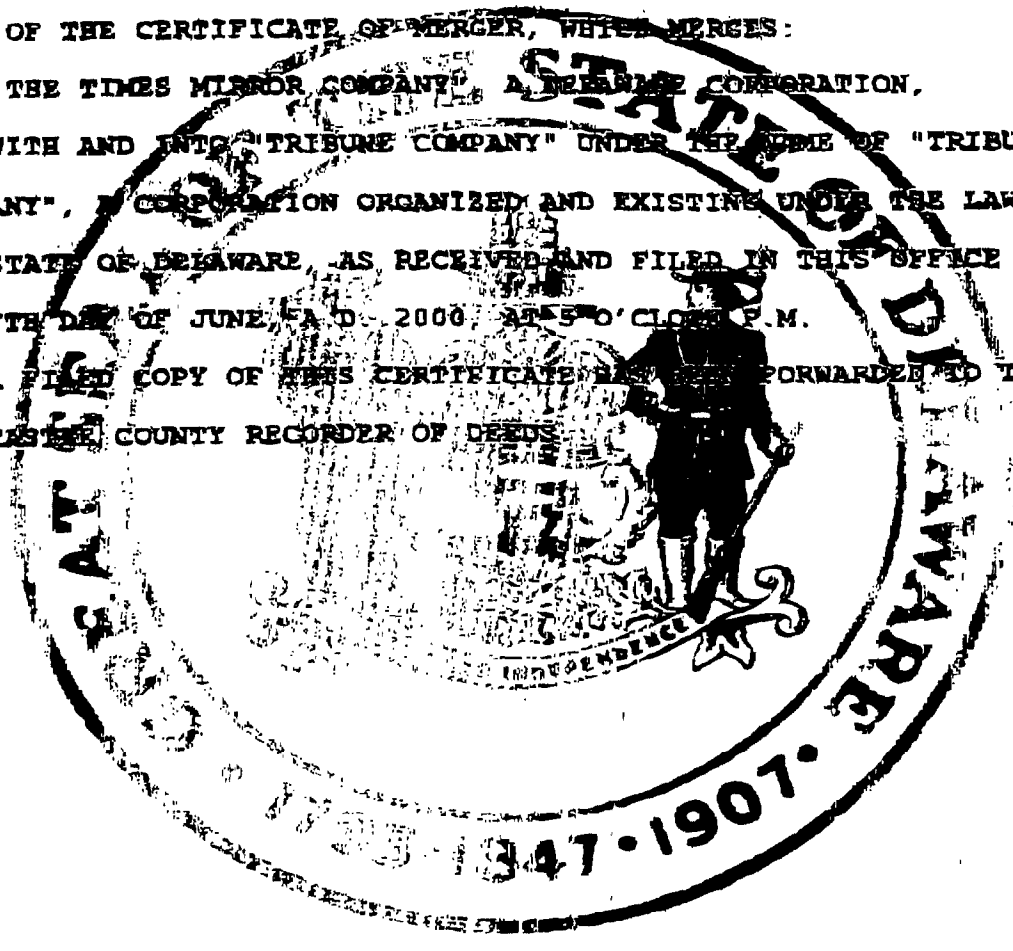
United States	SO SOCAL	75/671076	2,291,784
United States	STUDY UP	75/588623	2,311,371
United States	SUMMER SNEAKS	75/573101	2,320,849
United States	SUMMER TIMES	74/287270	1,761,317
United States	THE SAFETY ZONE	75/609499	2,317,385
United States	THE SOURCE FOR SOUTHERN CALIFORNIA	74/509727	1,927,259
United States	TICKER TAPE RALLY	75/524318	2,269,055
United States	TICKER TAPE RALLY	75/523766	2,269,052
United States	TICKER TAPE RALLY STOCK MARKET GAME	74/213149	1,708,150
United States	TIMES AUTOSOURCE	74/469194	1,943,421
United States	TIMES COMMUNITY NEWS	75/603985	2,328,687
United States	TIMES COMMUNITY NEWS	75/677955	2,332,390
United States	TIMES GONE BY	75/572587	2,272,426
United States	TIMES IN EDUCATION	75/411115	2,295,095
United States	TIMES MIRROR	74/179633	1,930,112
United States	TIMES ON DEMAND	74/461332	1,916,719
United States	TIMES ORANGE COUNTY	74/001999	1,607,461
United States	TIMES VALLEY EDITION	75/636155	2,319,162
United States	TIMES VALLEY EDITION AND DESIGN	75/636156	2,316,579
United States	TIMESDIRECT	74/458929	1,880,010
United States	TIMESLINK	74/355234	1,899,163
United States	TIMESLINK	74/560568	1,940,745
United States	TIMESLINK	74/560563	1,967,795
United States	TIMESONLINE	74/339108	1,906,195
United States	TIMESSOURCE	74/432751	2,159,138
United States	TM & Design (Eagle)	73/536037	1,367,587
United States	TM A TIMES MIRROR COMPANY & Design	74/179635	1,987,366
United States	TM TIMES MIRROR & Design	74/179627	1,892,570
United States	TM.COM	75/338396	2,247,183
United States	TRAVELING IN STYLE	73/518621	1,387,497
United States	TV TIMES	74/006294	1,727,467
United States	VALLEY LIFE	74/287958	1,826,307
United States	VENTURA COUNTY LIFE	74/151131	1,727,496
United States	YOU (Stylized)	73/103680	1,083,935

State of Delaware
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 MERGER, WHICH MERGES:

"THE TIMES MIRROR COMPANY", A DELAWARE CORPORATION, WITH AND INTO "TRIBUNE COMPANY" UNDER THE NAME OF "TRIBUNE COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWELFTH DAY OF JUNE, A.D. 2000, AT 5:00 CLOS P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel
Edward J. Freel, Secretary of State

AUTHENTICATION: 0492268

DATE: 06-12-00

0674607 8100M

001297640

CERTIFICATE OF MERGER

of

THE TIMES MIRROR COMPANY
(a Delaware corporation)

with and into

TRIBUNE COMPANY
(a Delaware corporation)

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law (the "DGCL"), Tribune Company, a Delaware corporation ("Tribune"), hereby certifies the following information relating to the merger (the "Merger") of The Times Mirror Company, a Delaware corporation ("Times Mirror"), with and into Tribune:

FIRST: The names and states of incorporation of the constituent corporations (the "Constituent Corporations") in the Merger are:

<u>Name</u>	<u>State of Incorporation</u>
Tribune Company	Delaware
The Times Mirror Company	Delaware

SECOND: The Agreement and Plan of Merger, between Tribune and Times Mirror, dated as of March 13, 2000 (the "Merger Agreement"), setting forth the terms and conditions of the Merger, has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

THIRD: The name of the corporation surviving the Merger (the "Surviving Corporation") is Tribune Company.

FOURTH: The certificate of incorporation of Tribune, as in effect immediately prior to the effective time of the Merger, amended as follows, shall be the certificate of incorporation of the Surviving Corporation:

The first paragraph of Article FOURTH shall be amended and restated to read in its entirety as follows:

'FOURTH: The total number of shares of stock which the corporation shall have authority to issue is one billion four hundred twelve million (1,412,000,000) shares consisting of (A) twelve million (12,000,000) shares of Preferred Stock, without par value, issuable in one or more series as hereinafter provided, and (B) one

billion four hundred million (1,400,000,000) shares of Common Stock per value \$.01 per share."

A new Article FOURTEENTH shall be added to read in its entirety as follows:

"FOURTEENTH: Notwithstanding any other provision in this Amended and Restated Certificate of Incorporation, no provision of Article VIII of the by-laws of the corporation (for so long as such Article VIII is in effect) may be altered, amended or repealed, nor may any provision inconsistent therewith be adopted, including by means of merger, consolidation, asset transfer or other transaction with any affiliated entity in which the corporation is not the surviving or continuing entity, except by the affirmative vote of all of the holders of outstanding stock of the corporation entitled to vote or of all of the members of the Board of Directors.

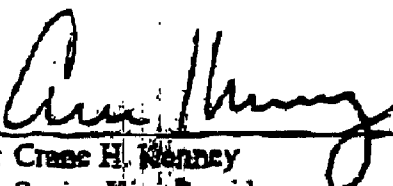
FIFTH: The executed Merger Agreement is on file at the principal place of business of the Surviving Corporation, located at 435 North Michigan Avenue, Chicago, Illinois 60611.

SIXTH: A copy of the Merger Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

SEVENTH: This Certificate of Merger shall be effective as of 5:00 p.m., New York City time, on June 12, 2000.

IN WITNESS WHEREOF, Tribune has caused this Certificate of Merger to be executed by its duly authorized officer on June 12, 2000.

TRIBUNE COMPANY

By: 
Name: Criss H. Wrenney
Title: Senior Vice President,
General Counsel and Secretary

06/15/00 THU 10:48 [TX/RX NO 8290]

RECORDED: 06/27/2000

TRADEMARK
REEL: 002106 FRAME: 0950