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To the Hon. Commissioner of Patents & Trademarks, U.S. Patent and Trademark Office, Washington, DC 20503. Original documents or copy thereof.

1. Name of conveying party(ies):  
 Dick Broadcasting Company, Inc.  
 of Nashville

Individual(s)                       Association  
 General Partnership               Other  
 Limited Partnership  
 Corporation - Tennessee

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

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

Name:  
 Dick Broadcasting Company, Inc.  
 of Tennessee

Street Address:  
 4711 Old Kingston Pike  
 P.O. Box 11167  
 Knoxville, Tennessee 37939

Individual(s) citizenship:  
 Association  
 General Partnership  
 Limited Partnership  
 Corporation - Tennessee  
 Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

Additional name(s) & address(es) attached?  Yes  No

3. Nature of conveyance:

Assignment                               Merger  
 Change of Name                       Other  
 Security Agreement

Execution Date: April 26, 2000

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

A. Trademark Application No(s).  
 75/672,841

B. Trademark Registration No(s).

Additional numbers attached?  Yes  No

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

Mark S. Graham  
 LUEDEKA, NEELY & GRAHAM, P. C.  
 P. O. Box 1871  
 Knoxville, TN 37901

6. Total number of applications and registrations involved:  
 1

7. Total fee (37 CFR 3.41).....\$ 40.00  
 Enclosed  
 Please charge to deposit account any missing or additional fee

8. Deposit Account No. 12-2355

11/08/2000 MTHA11 00000140 75672841

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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.*

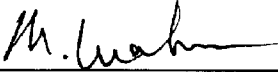
Mark S. Graham                                                            October 26, 2000  
 Name of Person Signing                              Signature                              Date

Total number of pages including cover sheet: [4]

\* \* \* CERTIFICATE OF MAILING \* \* \*

*I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Box Assignment, Office of Public Records, U.S. Patent and Trademark Office, Crystal Gateway 4, Room 335, Washington, D.C. 20231*

on Oct. 26, 2000  
Date

  
\_\_\_\_\_  
Mark S. Graham

ARTICLES OF MERGER

of

DICK BROADCASTING COMPANY, INC. OF NASHVILLE

into

DICK BROADCASTING COMPANY, INC. OF TENNESSEE

1. The attached plan of merger was approved by each of the undersigned corporations in the manner prescribed by the Tennessee Business Corporation Act.

2. As to Dick Broadcasting Company, Inc. of Nashville, the plan was duly adopted by written consent of the Shareholders on March 7, 2000.

3. As to Dick Broadcasting Company, Inc. of Tennessee, the plan was duly adopted by written consent of the Shareholders on March 7, 2000.

4. The effective date of the merger shall be May 1, 2000.

Dated: April 26, 2000

Dick Broadcasting Company, Inc. of Nashville

By:

  
David Henderlight, Secretary/Treasurer

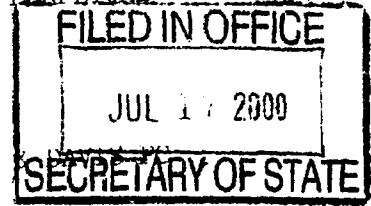
Dick Broadcasting Company, Inc. of Tennessee

By:

  
David Henderlight, Secretary/Treasurer

ISSUANCE DATE: 06/19/2000  
REQUEST NUMBER: 00171574

CHARTER/QUALIFICATION DATE: 01/10/1958  
STATUS: ACTIVE  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0008982  
JURISDICTION: TENNESSEE



Secretary of State  
Corporations Section  
James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306

TO:  
EGGERTON MCAFEE ARMISTEAD & DAVIS PC  
AT: WM DAVIS, JR  
PO BOX 2047  
KNOXVILLE, TN 37901

REQUESTED BY:  
EGGERTON MCAFEE ARMISTEAD  
AT: WM DAVIS, JR  
PO BOX 2047  
KNOXVILLE, TN 37901

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT  
"DICK BROADCASTING COMPANY, INC. OF TENNESSEE"

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE  
ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE  
DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION
3897-1174	04/27/2000	MERGER	NAM DUR STK PRN OFC AGT INC MAL FYC

FOR: REQUEST FOR COPIES ON DATE: 06/19/00

FROM:  
EGERTON MCAFEE ETC (1ST AMERICAN CENTER)  
500 1ST AMERICAN CTR  
P. O. BOX 2047  
KNOXVILLE, TN 37901-0000

FEEES  
RECEIVED: \$40.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002701400  
ACCOUNT NUMBER: 00001887



*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

SS-4458

RECORDED: 10/30/2000

TRADEMARK  
REEL: 002171 FRAME: 0495