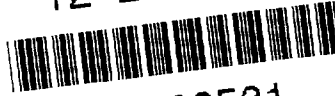


12-27-2000



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U.S. Department of Commerce  
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U.S. Patent & TMO/TM Mail Rcpt Dt. #67

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
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date  
Month Day Year

Name

Formerly

- Individual  General Partnership  Limited Partnership  Corporation  Association
- Other

Citizenship/State of Incorporation/Organization

Receiving

Mark if additional names of receiving parties

Name

DBA/AKA/TA

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- Other

Citizenship/State of Incorporation/Organization

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Enter for the first Receiving Party only.

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Address (line 3)

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**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" value="75902206"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2140780"/>	<input type="text"/>	<input type="text"/>
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**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.

Mitchell H. Stabbe, Esq. Mitchell H Stabbe Nov. 30, 2000

Name of Person Signing Signature Date Signed

CERTIFIED TO BE A TRUE AND CORRECT COPY  
AS TAKEN FROM AND COMPARED WITH THE  
ORIGINAL ON FILE IN THIS OFFICE

MAR 27 2000

  
SECRETARY OF STATE OF SOUTH CAROLINA

ARTICLES OF MERGER  
MERGING  
SPARTAN COMMUNICATIONS, INC.  
INTO  
MEDIA GENERAL CONVERGENCE, INC.

Step 19

Jim Miles													
SECRETARY OF STATE													
FILED													
AM						MAR 27 2000						PM	
7	8	9	10	11	12	1	2	3	4	5	6		

Pursuant to Section 13.1-722 of the South Carolina Business Corporation Act of 1988, Spartan Communications, Inc., a South Carolina corporation ("Spartan" or the "Disappearing Corporation") and Media General Convergence, Inc., a Virginia corporation ("MGCV" or the "Surviving Corporation"), do hereby certify as follows:

FIRST: The name of the surviving corporation is Media General Convergence, Inc., a Virginia corporation. The name of the disappearing corporation is Spartan Communications, Inc., a South Carolina corporation. Media General Communications, Inc., a Delaware corporation, owns all of the outstanding capital stock of Spartan and MGCV.

SECOND: The merger shall be effected through an Agreement and Plan of Merger (the "Plan"); attached hereto as Exhibit A.

THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the Board of Directors of Spartan on March 24, 2000.

FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the Board of Directors of MGCV on March 24, 2000.

FIFTH: There are 1,000 authorized shares of capital stock of Spartan, of which 100 shares are outstanding and entitled to vote. All 100 shares of capital stock of Spartan that were entitled to vote approved the Plan.

SIXTH: There are 1,000 authorized shares of capital stock of MGCV, of which 100 shares are outstanding and entitled to vote. All 100 shares of capital stock of MGCV that were entitled to vote approved the Plan.

SEVENTH: The merger shall be effective March 27, 2000.

EIGHTH: Pursuant to Section 33-7-106 of the South Carolina Business Corporation Act and Section 13.1-659 of the Virginia Stock Corporation Act, the Sole Stockholder of Spartan, the disappearing corporation, and the Sole Stockholder of MGCV, the surviving corporation, waived all notice requirements.

NINTH: The laws of the jurisdiction of organization of MGCV permit the merger of a corporation authorized by law to issue shares of the jurisdiction of Spartan with and into a corporation authorized by law to issue shares of the jurisdiction of organization of MGCV; and the merger of Spartan with and into MGCV is in compliance with the laws of the jurisdiction of organization of MGCV.

TENTH: The certificate of incorporation of Media General Convergence, Inc. shall be the certificate of incorporation of the Surviving Corporation.

ELEVENTH: The executed Plan is on file at Media General Convergence, Inc., 333 East Franklin Street, Richmond, VA 23219.

TWELFTH: A copy of the Plan may be obtained from the Secretary of Media General Convergence, Inc., upon request and without cost.

*[SIGNATURE PAGE FOLLOWS]*

IN WITNESS WHEREOF, each of the parties has caused these Articles of Merger to be executed on its behalf by its duly authorized officers, as of the 24<sup>th</sup> day of March, 2000.

SPARTAN COMMUNICATIONS, INC.

By: \_\_\_\_\_

Name: George L. Mahoney

Title: Secretary ✓

MEDIA GENERAL  
CONVERGENCE, INC.

By: \_\_\_\_\_

Name: George L. Mahoney

Title: Secretary

## AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated as of March 24, 2000, by and between Spartan Communications, Inc., a South Carolina corporation ("Spartan" or the "Disappearing Corporation"), and Media General Convergence, Inc., a Virginia corporation ("MGCV" or the "Surviving Corporation"). Pursuant to Section 33-11-107 of the South Carolina Business Corporation Act of 1988 and Section 13.1-722 of the Virginia Stock Corporation Act, the parties agree that Spartan shall merge with and into MGCV (the "Merger") according to the terms set forth below:

**FIRST:** The name of the surviving corporation is Media General Convergence, Inc. The name of the disappearing corporation is Spartan Communications, Inc. Media General Communications, Inc., a Delaware corporation, owns all of the outstanding shares of capital stock of MGCV and Spartan.

**SECOND:** The Merger shall be effective on March 27, 2000 at 12:02 AM Eastern Standard Time (the "Effective Date"). Upon the Merger, the corporate existence of MGCV, with all its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and the corporate identity and existence of Spartan, with all its purposes, powers and objects, shall be merged with and into MGCV, and MGCV, as the surviving corporation, shall be fully vested therewith. The separate existence and corporate organization of Spartan shall cease as of the Effective Date.

**THIRD:** As of the Effective Date, the 423,495 issued and outstanding shares of the capital stock of Spartan shall be canceled and the 100 shares of MGCV stock that are presently owned by Media General Communications, Inc. and are outstanding immediately prior to the Effective Date shall, by virtue of the Merger and without any action by the holder thereof, be and become 100 shares of the Surviving Corporation; At and after the Effective Date, the Surviving Corporation shall possess all the rights, privileges, immunities, powers, and purposes, of each of Spartan and MGCV; all the property, real and personal, 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 Spartan and MGCV.

**FOURTH:** 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 MGCV.

*[SIGNATURE PAGE FOLLOWS]*

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.

SPARTAN COMMUNICATIONS, INC.

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

MEDIA GENERAL  
CONVERGENCE, INC.

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