

03-29-2001



101652740

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

3/9/01

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

**Conveyance Type**

New

Resubmission (Non-Recordation)  
Document ID #

Correction of PTO Error  
Reel #  Frame #

Corrective Document  
Reel #  Frame #

Assignment  License

Security Agreement  Nunc Pro Tunc Assignment

Merger

Change of Name

Other

Effective Date  
Month Day Year

**Conveying Party**

Mark if additional names of receiving parties attached

Name

RECEIVED  
ASSIGNED  
2001 MAR 9 - 9 PM 12:59  
ENTIRE VISIT

Formerly

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

**Receiving Party**

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)     
City State/Country Zip Code

Individual  General Partnership  Limited Partnership  Corporation  Association

Other

Citizenship State of Incorporation/Organization

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.)

**FOR OFFICE USE ONLY**

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

**Domestic Representative Name and Address**

Enter for the first Receiving Party only.

**Name**

**Address (line 1)**

**Address (line 2)**

**Address (line 3)**

**Address (line 4)**

**Correspondent Name and Address**

Area Code and Telephone Number

**Name**

**Address (line 1)**

**Address (line 2)**

**Address (line 3)**

**Address (line 4)**

**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="76082123"/>	<input type="text" value="76156280"/>	<input type="text"/>	<input type="text" value="2256985"/>	<input type="text" value="2262814"/>	<input type="text" value="2262815"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2372636"/>	<input type="text" value="2259277"/>	<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. #

**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.) #

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.

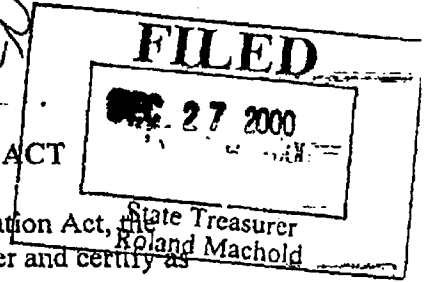
Jamie B. Bischoff  
Name of Person Signing

  
Signature

3/8/01  
Date Signed

**CERTIFICATE OF MERGER  
PURSUANT TO SECTION 14A:10-4.1  
OF THE NEW JERSEY BUSINESS CORPORATION ACT**

*MRD*



Pursuant to Section 14A:10-4.1 of the New Jersey Business Corporation Act, the undersigned corporations hereby execute the following Certificate of Merger and certify as follows:

1. The names of the merging corporations are Gremac, Inc., a corporation organized and existing under the laws of the State of New Jersey, and Bergen Record Corporation, a corporation organized and existing under the laws of the State of New Jersey.
2. Gremac, Inc. is the corporate entity surviving the Merger (as hereinafter defined), but pursuant to the merger its name shall be changed to North Jersey Media Group Inc.
3. Attached hereto as Exhibit A is the Plan of Merger (the "Plan"), duly adopted and approved by the Board of Directors of Gremac, Inc. on December 22, 2000 and by the Board of Directors of Bergen Record Corporation on December 22, 2000, authorizing and approving the merger (the "Merger") of Bergen Record Corporation with and into Gremac, Inc., with Gremac, Inc. as the surviving corporation.
4. The Plan was approved by Macromedia Incorporated, the sole shareholder of Bergen Record Corporation, which voted its 1,000 shares (representing all of the outstanding shares of Bergen Record Corporation) in favor of the Plan on December 22, 2000.
5. The Plan was approved by Macromedia Incorporated, the sole shareholder of Gremac, Inc., which voted its 100 shares (representing all of the outstanding shares of Gremac, Inc.) in favor of the Plan on December 22, 2000.
6. The Merger shall be effective, for accounting and all other purposes, as of 12:01 A.M. on December 31, 2000.

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*S 886456  
1687287*

*4239279000*

This Certificate of Merger is executed this 22nd day of December, 2000.

BERGEN RECORD CORPORATION

Attest: Jennifer A. Borg  
Jennifer A. Borg  
Secretary

By: Malcolm A. Borg  
Malcolm A. Borg  
Chair of the Board

GREMAC, INC.

Attest: Jennifer A. Borg  
Jennifer A. Borg  
Secretary

By: Malcolm A. Borg  
Malcolm A. Borg  
Chair of the Board

## EXHIBIT A

PLAN OF MERGER

This Plan of Merger is made as of this 22<sup>nd</sup> day of December, 2000, by and between Bergen Record Corporation, a corporation duly organized and existing under the laws of the State of New Jersey ("Bergen"), and Gremac, Inc., a corporation duly organized and existing under the laws of the State of New Jersey ("Surviving Corporation").

WHEREAS, the respective boards of directors of Surviving Corporation and Bergen have determined that, due to increased efficiencies and economies of scale, it is advisable and in the best interests of each such corporation that Bergen merge with and into Surviving Corporation, and in accordance therewith, the respective boards have approved and adopted this Plan of Merger; and

WHEREAS, Macromedia Incorporated, a corporation duly organized and existing under the laws of the State of New Jersey, is the sole shareholder of both Surviving Corporation and Bergen; and

WHEREAS, the board of directors of both Macromedia and Bergen have determined that it is in the best interest of their respective shareholder for Bergen to merge into Surviving Corporation; and

WHEREAS, this Plan of Merger will be submitted to Macromedia Incorporated for its approval;

WHEREAS, Macromedia Incorporated will remain as the sole shareholder of Surviving Corporation after the Effective Date;

NOW THEREFORE, in consideration of the mutual covenants and premises contained herein, the parties hereto agree as follows:

## ARTICLE I

1.1 On the Effective Date (as hereinafter defined), Bergen shall be merged with and into Surviving Corporation (the "Merger"), with Surviving Corporation being the surviving corporation and continuing its corporate existence under the laws of the State of New Jersey; the separate existence of Bergen shall cease; and the Merger shall in all respects have the effect provided for in Section 14A:10-6 of the New Jersey Business Corporation Act.

1.2 From and after the Effective Date, the Certificate of Incorporation of Surviving Corporation, as the surviving corporation, shall be the Certificate of Incorporation of Macromedia as in effect immediately prior to the Effective Date, except such Certificate shall be amended to change the name of Surviving Corporation to North Jersey Media Group Inc. Thereafter, the Certificate of Incorporation of Surviving Corporation shall be subject to amendment, alteration or repeal as provided therein or by applicable law.

1.3 From and after the Effective Date, the Bylaws of Surviving Corporation, as the surviving corporation, as amended and restated in the form attached hereto as Schedule I shall be the Bylaws of Surviving Corporation. Thereafter, the Bylaws of Surviving Corporation shall be subject to amendment, alteration or repeal as provided therein or by applicable law.

1.4 A Certificate of Merger shall be filed with the Secretary of the State of New Jersey. Prior to and from and after the Effective Date, Surviving Corporation and Bergen and their respective officers and directors shall take all such action as shall be necessary or appropriate in order to effectuate the Merger.

## ARTICLE II

2.1 As a result of the Merger, Surviving Corporation will assume and agree to perform and discharge all of the liabilities of Bergen existing as of or arising after the Effective Date, and will succeed to all of Bergen's right, title and interest in, to and under its assets and properties, subject to all existing liens, claims and encumbrances.

2.2 At the Effective Date each share of stock of Bergen issued and outstanding immediately prior to the Effective Date shall, by virtue of the Merger and without any action on the part of the holder thereof, automatically be cancelled and no stock of Surviving Corporation shall be issued in exchange therefor.

## ARTICLE III

3.1 The persons who shall constitute the Board of Directors of Surviving Corporation immediately after the Effective Date shall be Malcolm A. Borg, Jonathan H. Markey and Charles W. Gibney.

3.2 The persons who shall constitute the officers of Surviving Corporation immediately after the Effective Date shall be: Malcolm A. Borg, Chair of the Board; Jonathan H. Markey, President; Charles W. Gibney, Executive Vice President, Chief Financial Officer and Treasurer; Stephen A. Borg, Vice President; Jennifer A. Borg, Vice President and Secretary; Deborah L. Castelli, Assistant Secretary; and Mala K. Lawrence, Assistant Treasurer.

ARTICLE IV

4.1 Prior to the Effective Date, Surviving Corporation and Bergen may, by mutual consent of their respective Boards of Directors, amend, modify and supplement this Plan of Merger in such manner as may be agreed upon by them in writing.

4.2 This Plan of Merger may be terminated and the Merger abandoned by action of the Board of Directors of Surviving Corporation and Bergen at any time before a Certificate of Merger has been filed with the Secretary of State of New Jersey.

ARTICLE V

5.1 If this Plan of Merger is not terminated or abandoned pursuant to Section 4.2 hereof, the Effective Date shall be as of 12:01 A.M. December 31, 2000.

ARTICLE VI

6.1 This Plan of Merger may be executed in one or more counterparts, each of which when so executed shall be deemed to be an original, and such counterparts shall together constitute but one and the same instrument.

IN WITNESS WHEREOF, pursuant to the approval and authority duly given by resolutions adopted by their respective boards of directors, the parties hereto have caused this Plan of Merger to be executed by their appropriate officers as of the date first above written.

GREMAC, INC.

By: Malcolm A. Borg  
Malcolm A. Borg  
Chair of the Board

BERGEN RECORD CORPORATION

By: Malcolm A. Borg  
Malcolm A. Borg  
Chair of the Board

**SCHEDULE  
TRADEMARKS AND SERVICE MARKS**

**Federal Registrations and Pending Applications**

<u>Mark</u>	<u>Reg. No./ App. Serial No.</u>	<u>Reg. Date/ App. Filing Date</u>
BELLEVILLE TIMES	2,256,985	6/29/1999
BLOOMFIELD LIFE	2,262,814	7/20/1999
GLEN RIDGE VOICE	2,262,815	7/20/1999
THE MONTCLAIR TIMES COMMUNITY	2,372,636	7/6/1999
THE NUTLEY SUN	2,259,277	7/6/1999
HERALD NEWS	76-082,123	6/30/2000
NORTH JERSEY COMMUNITY NEWSPAPERS	76-156,280	10/30/2000