

4/30/01

05-08-2001

Attorney Docket No. 20248-000200

FORM PTO-1594  
1-31-92



U.S. DEPARTMENT OF COMMERCE  
Patents and Trademark Office

101708110

To the Honorable Commissioner of Patents and Trade

ments or copy thereof.

1. Name of conveying party(ies):

Denver Post Production Facilities, LLC

- Individual(s)  Association
- General Partnership  Limited Partnership
- Corporation-State:
- Other: a Delaware limited liability company

Additional name(s) of conveying parties attached?  Yes  No

2. Name and address of receiving party(ies)

Name: The Denver Newspaper Agency LLP

Internal Address:

Street Address: 400 W. Colfax Avenue

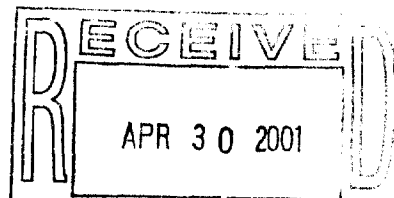
City: Denver State: CO ZIP: 80204

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

Other: a Delaware limited liability partnership  
If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designation must be a separate document from Assignment)

Additional names and addresses attached?  Yes  No



3. Nature of conveyance:

- Assignment  Merger
- Security Agreement  Change of Name
- Other: Conversion and Change of Name

Execution Date: Effective January 22, 2001

4. Application Number(s) or Registration Number(s).

A. Trademark Application No(s):  
76/174,645 LARGEST MARKETPLACE IN COLORADO

B. Trademark Registration No(s):

Additional numbers attached?  Yes  No

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

Name: Lesley S. Craig  
TOWNSEND AND TOWNSEND AND CREW LLP  
Two Embarcadero Center, 8<sup>th</sup> Floor  
San Francisco, California 94111-3834  
(303) 571-4000

6. Total number of applications and registrations involved 1

7. Total fee (37 CFR 3.41): \$40.00

- Enclosed  Charge Fees to Deposit Account
- Charge any additional fees associated with this paper or during the pendency of this application, or credit any overpayment, to deposit account.

8. Deposit account number: 20-1430

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

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.

05/08/2001 08:48:01 00000001 201430 76174645

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Lesley S. Craig  
Name of Person Signing

Signature

4-26-01  
Date

Total number of pages including cover sheet, attachments and document: 7

10. Change Correspondence Address to that of Part 5?  Yes  No

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover to:

Asst. Commissioner for Trademarks  
Box: Assignments  
Washington, D.C. 20231

TRADEMARK

REEL: 002289 FRAME: 0087

*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE LIMITED LIABILITY COMPANY UNDER THE NAME OF "DENVER POST PRODUCTION FACILITIES, LLC" TO A DELAWARE LIMITED LIABILITY PARTNERSHIP, CHANGING ITS NAME FROM "DENVER POST PRODUCTION FACILITIES, LLC" TO "THE DENVER NEWSPAPER AGENCY LLP", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2001, AT 10 O'CLOCK A.M.



*Harriet Smith Windsor*  
*Harriet Smith Windsor, Secretary of State*

AUTHENTICATION: 1074616

DATE: 04-10-01

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TRADEMARK  
REEL: 002289 FRAME: 0088

**CERTIFICATE OF CONVERSION TO  
LIMITED LIABILITY PARTNERSHIP**

Pursuant to Section 15-901 of the Delaware Revised Uniform Partnership Act, the Members of Denver Post Production Facilities LLC (the "Company") hereby elect to convert the Company to a Delaware Limited Liability Partnership in accordance with this Certificate of Conversion as follows:


1. The Company was created on April 24, 2000 as a Delaware limited liability company by the filing of the Certificate of Formation of the Company with the Secretary of State of the State of Delaware.
2. The name of the Company immediately prior to the filing of this Certificate of Conversion was "Denver Post Production Facilities LLC."
3. The name of the Limited Liability Partnership as set forth in its Statement of Partnership Existence filed concurrently with the filing of this Certificate of Conversion is "The Denver Newspaper Agency LLP."
4. The conversion of the Company to a limited liability partnership shall be effective upon the filing of this Certificate of Conversion and the concurrent filing of the Statement of Partnership Existence with the Secretary of State of the State of Delaware.

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A DIVISION OF CORPORATIONS /// I  
M FILED 09:00 AM 01/22/2001 /// D  
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BY Pauline L Fry

IN WITNESS WHEREOF, the parties hereto have executed and delivered this Agreement as of the date and year first written above.

THE DENVER POST CORPORATION,  
a Delaware corporation

By:   
Howell E. Begle, Jr.

EASTERN COLORADO PRODUCTION  
FACILITIES, INC., a Delaware corporation

By:   
Howell E. Begle, Jr.

*State of Delaware*  
*Office of the Secretary of State*

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF LIMITED LIABILITY PARTNERSHIP OF "THE DENVER NEWSPAPER AGENCY LLP" FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2001, AT 10 O'CLOCK A.M.



*Harriet Smith Windsor*  
*Harriet Smith Windsor, Secretary of State*

3216950 8100V

AUTHENTICATION: 1074616

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DATE: ~~01~~ TRADEMARK

REEL: 002289 FRAME: 0091

**STATEMENT OF PARTNERSHIP EXISTENCE  
OF THE DENVER NEWSPAPER AGENCY LLP**

Pursuant to Section 15-303 of the Delaware Revised Uniform Partnership Act, The Denver Newspaper Agency LLP (the "Partnership"), hereby files this Statement of Partnership Existence of The Denver Newspaper Agency LLP.

1. The name of the limited liability partnership is "The Denver Newspaper Agency LLP."
2. The address of the registered office of the partnership is Corporation Service Company, 2711 Centerville Road, Suite 400; Wilmington, Delaware 19808.
3. The name and address of the registered agent of the Partnership for service of process in the State of Delaware is Corporation Service Company; 2711 Centerville Road, Suite 400; Wilmington, Delaware 19808.


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A DIVISION OF CORPORATIONS /// I  
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P /// 010032577+/3216950 ///  
BY Pauline L Fry


IN WITNESS WHEREOF, the undersigned have executed this Statement of Partnership  
Existence of The Denver Newspaper Agency LLP on January 21, 2001.

**THE DENVER NEWSPAPER AGENCY LLP,**  
a Delaware limited liability partnership

By: The Denver Post Corporation,  
a Delaware corporation, its partner

By:   
Howell E. Begle, Jr.  
Assistant Secretary

By: Eastern Colorado Production Facilities, Inc.,  
a Delaware corporation, its partner

By:   
Howell E. Begle, Jr.  
Assistant Secretary