

12-18-2002



Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Media General Broadcasting, Inc. 12-13-02 Individual(s) Association General Partnership Limited Partnership Corporation-State New York Other Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Media General Broadcasting of Internal Virginia, Inc. Address: Street Address: 333 East Grace Street City: Richmond State: VA Zip: 23219 Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Virginia Other if assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Execution Date: September 30, 1998

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,542,932 Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Andrew C. Carington, Esquire Internal Address: Street Address: 333 East Franklin Street City: Richmond State: VA Zip: 23219

6. Total number of applications and registrations involved: 1 7. Total fee (37 CFR 3.41): \$ 40 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

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. Andrew C. Carington, Esq. Signature Date 11/25/2002

12/17/2002 DBYRNE 00000054 1542932

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

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

FINANCE SECTION 12 AM 8:03

RECORDS

TRADEMARK REEL: 2635 FRAME: 0327

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CT-07

CERTIFICATE OF MERGER  
OF  
MEDIA GENERAL BROADCASTING, INC.  
INTO  
MEDIA GENERAL BROADCASTING OF VIRGINIA, INC.  
UNDER SECTION 907 OF THE BUSINESS CORPORATION LAW

FIRST: Media General Broadcasting, Inc., a New York corporation originally incorporated under the name of Roy H. Park Broadcasting of Utica-Rome, Inc. on May 5, 1969 (the "Disappearing Corporation"), shall merge with and into Media General Broadcasting of Virginia, Inc. (the "Merger"), a Virginia corporation incorporated on March 5, 1998 (the "Surviving Corporation" together with Disappearing Corporation collectively referred to herein as the "Constituent Corporations"); the Surviving Corporation will survive and be governed by the laws of the Commonwealth of Virginia.

SECOND: The Disappearing Corporation has one hundred (100) issued and outstanding shares of common stock entitled to vote, constituting all of its capital stock. The Surviving Corporation has one hundred (100) issued and outstanding shares of common stock entitled to vote, constituting all of its capital stock.

THIRD: The effective date of the Merger shall be the date on which this Certificate of Merger is filed with the Secretary of State of the state of New York.

FOURTH: The Merger has been approved in accordance with the Virginia Stock Corporation Act and the Business Corporation Laws of New York, and the Merger is in compliance therewith. The agreement and plan of merger between the Constituent Corporations (the "Agreement and Plan of Merger") was adopted by the boards of directors of the Constituent Corporations by unanimous written consent without a meeting. Media General Communications, Inc., sole shareholder of the Constituent Corporations is entitled to vote on the Merger and has approved the Merger by unanimous written consent without a meeting.

FIFTH: An application for authority to do business in the State of New York has not been filed by the Department of State for the Surviving Corporation, and the Surviving Corporation will not do business in the State of New York until such application has been filed.

SIXTH: Each of the constituent domestic corporations hereby certifies that all fees and taxes (including penalties

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and interest) administered by the Department of Taxation and Finance of the State of New York which are now due and payable by each constituent domestic corporation have been paid and that a cessation franchise tax report (estimated or final) through the anticipated date of the merger has been filed by each constituent domestic corporation. The said report, if estimated, is subject to amendment. Media General Broadcasting of Virginia, Inc. hereby agrees that it will within 30 days after the filing of the certificate of merger file the cessation franchise tax report, if an estimated report was previously filed, and promptly pay to the Department of Taxation and Finance of the State of New York all fees and taxes (including penalties and interest), if any, due to the Department of Taxation and Finance by each constituent domestic corporation.

SEVENTH: The Surviving Corporation may be served process in the State of New York in any action or special proceeding for the enforcement of any liability of or obligation of the Disappearing Corporation and for the enforcement, as provided in the New York Business Corporation Law of the right of the shareholders of the Disappearing Corporation to receive payment for their shares against the Surviving Corporation.

EIGHTH: Subject to the provisions of Section 623 of the New York Business Corporation Law (Procedure to enforce shareholder's right to receive payment for shares), the Surviving Corporation will promptly pay to the shareholders of the Disappearing Corporation the amount, if any, to which they are entitled under the provisions of the New York Business Corporation Law relating to the right of shareholders to receive payment of their shares.

NINTH: The Surviving Corporation designates the Secretary of State as its agent upon whom process against it may be served in the manner set forth in paragraph (b) of Section 306 (Service of Process) of the New York Business Corporation Law in any action or special proceeding. The Secretary of State shall mail a copy of any process against the Surviving Corporation served upon him to:

Media General Broadcasting, Inc.  
c/o Media General, Inc.  
333 East Grace Street  
Richmond, Virginia 23293  
Attention: George L. Mahoney, Esq., General  
Counsel

TENTH: This Certificate of Merger may be executed in two or more counterparts, each of which shall be deemed an original, but all of which taken together shall constitute a single Certificate of Merger.

DC01/159426-3

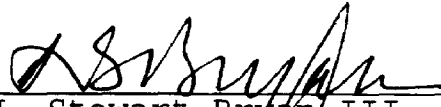
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IN WITNESS WHEREOF, the undersigned have executed this Certificate of Merger as of this 24 day of September, 1998, and subscribe and affirm that the statements contained herein are true and correct under the penalty of perjury of law.

Disappearing Corporation

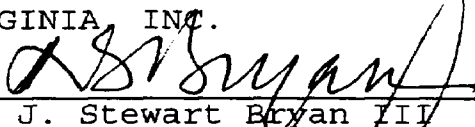
MEDIA GENERAL BROADCASTING, INC.

By:   
Name: J. Stewart Bryan III  
Title: President

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

Surviving Corporation

MEDIA GENERAL BROADCASTING OF  
VIRGINIA, INC.

By:   
Name: J. Stewart Bryan III  
Title: President

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

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**CT-07**

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OF

MEDIA GENERAL BROADCASTING, INC.

INTO

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UNDER SECTION 907 OF THE  
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STATE OF NEW YORK  
DEPARTMENT OF STATE

SEP 28 1999

*[Signature]*

Dow Lohnes & Albertson  
1200 New Hampshire Avenue, N.W., Ste. 800  
Washington, DC 20036-6802

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**State of New York }  
Department of State }<sup>ss:</sup>**

*I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.*

*Witness my hand and seal of the Department of State on* SEP 30 1998



A handwritten signature in black ink, appearing to read "J. Leub", written over a horizontal line.

*Special Deputy Secretary of State*

DOS-1266 (5/96)