

12-20-2002



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

102318424

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

Tab settings

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

1. Name of conveying party(ies):

STG Media, LLC

12-17-02

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State, Other AL Limited liability company

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

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: 11/19/2001

2. Name and address of receiving party(ies)

Name: BCA Media, LLC

Internal

Address:

Street Address: 126 International Speedway Blvd.

City: Daytona Beach State: FL Zip: 32114

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State, Other FL Limited liability company

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

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

A. Trademark Application No.(s)

78/160907

B. Trademark Registration No.(s)

2,529,302

Additional number(s) attached Yes No

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

Name: Frank M. Caprio, Esq.

Internal Address:

Lanier Ford Shaver & Payne P.C.

Street Address: P.O. Box 2087

City: Huntsville State: AL Zip: 35804

6. Total number of applications and registrations involved:

11

7. Total fee (37 CFR 3.41) \$ 290.00

- Enclosed, Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Frank M. Caprio

Name of Person Signing

Handwritten signature of Frank M. Caprio

Signature

12 Dec 02

Date

Total number of pages including cover sheet, attachments, and document: 8

12/19/2002 LMUELLER 00000134 78160907

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

01 FC:8521 02 FC:8522

40.00 DP 250.00 DP

TRADEMARK REEL: 002636 FRAME: 0723

Pending Applications:

78/151240

76/178715

76/179046

Registered:

2,539,067

1,475,333

2,526,591

2,494,142

2,485,202

2,623,168

ARTICLES OF MERGER
OF
STG MEDIA, L.L.C.
(an Alabama limited liability company)
INTO
BCA MEDIA, L.L.C.
(a Florida limited liability company)

Pursuant to Chapter 608, Section 608.4382 of the Florida Limited Liability Company Act and Section 10-12-55 of the Alabama Limited Liability Company Act, the undersigned limited liability company executed the following Articles of Merger:

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type of the merging party is as follows: STG Media, L.L.C., 101 Washington Street, Suite 6, Huntsville, Alabama 35801, formed in the State of Alabama as a limited liability company on May 26, 1999 (the "Merging LLC").

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party is as follows: BCA Media, L.L.C., 126 International Speedway Boulevard, Daytona Beach, Florida 32114, formed in the State of Florida as a limited liability company on February 15, 2001 (the "Surviving LLC").

THIRD: The name of the surviving limited liability company is BCA Media, L.L.C.

FOURTH: The attached Agreement and Plan of Merger meets the requirements of Section 608.438 of the Florida Limited Liability Company Act, and was approved and executed by the Surviving LLC in accordance with Chapter 608 of the Florida Statutes.

FIFTH: The attached Agreement and Plan of Merger was approved and executed by the Merging LLC in accordance with Section 10-12-54 of the Alabama Limited Liability Company Act.

SIXTH: The Agreement and Plan of Merger is on file at the principal place of business of the Surviving LLC, 126 International Speedway Boulevard, Daytona Beach, Florida 32114.

SEVENTH: A copy of the Agreement and Plan of Merger will be furnished by the Surviving LLC on request and without cost, to any member of the Surviving LLC and to any person holding an interest in the Merging LLC.

EIGHTH: The Surviving LLC consents to service of process by registered mail addressed to the Surviving LLC at its principal place of business, 126 International Speedway Boulevard, Daytona Beach, Florida 32114.

TRADEMARK
REEL: 002423 FRAME: 0980

TRADEMARK
REEL: 002636 FRAME: 0725

NINTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the articles of organization of any limited liability company that is a party to the merger.

TENTH: The merger shall become effective as of the date the Articles of Merger are filed with the Florida Department of State.

ELEVENTH: The Articles of Merger comply, and were executed in accordance with, the laws of each party's applicable jurisdiction.

IN WITNESS WHEREOF, the undersigned have caused this Articles of Merger to be signed by an authorized person, the 19 day of November, 2001.

BCA MEDIA, L.L.C.

By: BLACK CROW MEDIA GROUP, L.L.C.
Manager

By: 
Name: J. Michael Linn
Title: Manager

WRFMAIN 1059022.1

TRADEMARK
REEL: 002423 FRAME: 0981

TRADEMARK
REEL: 002636 FRAME: 0726



AGREEMENT AND PLAN OF MERGER

**TRADEMARK
REEL: 002423 FRAME: 0982**

**TRADEMARK
REEL: 002636 FRAME: 0727**

AGREEMENT AND PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with section(s) 607.1107, 617.1103, 608.4381, and/or 620.202, is being submitted in accordance with section(s) 607.1108, 608.438, and/or 620.201, Florida Statutes.

FIRST: The exact name and jurisdiction of each merging party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
STG Media, L.L.C.	Alabama
BCA Media, L.L.C.	Florida

SECOND: The exact name and jurisdiction of the surviving party are as follows:

<u>Name</u>	<u>Jurisdiction</u>
BCA Media, L.L.C.	Florida

THIRD: The terms and conditions of the merger are as follows:

Please see attachment.

(Attach additional sheet(s) if necessary)

TRADEMARK
REEL: 002423 FRAME: 0983

TRADEMARK
REEL: 002636 FRAME: 0728

FOURTH:

- A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows:

The membership interests of the Merging LLC shall, upon the effective date of the merger, be converted into interests in the Surviving LLC on a one-for-one basis. The issued certificates of the Surviving LLC shall not be converted in any manner, but each said certificate which is issued as of the effective date of the merger shall continue to represent interests of the Surviving LLC.

- B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are as follows:

Not Applicable

(Attach additional sheet(s) if necessary)

FIFTH: If a partnership or limited partnership is the surviving entity, the name(s) and address(es) of the general partner(s) are as follows:

Name(s) and Address(es) of General Partner(s)

Not Applicable

If General Partner is a Non-Individual,

Florida Document/Registration Number

**TRADEMARK
REEL: 002423 FRAME: 0984**

**TRADEMARK
REEL: 002636 FRAME: 0729**

SIXTH: If a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s) and address(es) of the manager(s) are as follows:

The Surviving LLC is to be a manager-managed company. The name and address of its manager is:

Black Crow Broadcasting, Inc.
126 International Speedway
Daytona Beach, Florida 32114

SEVENTH: All statements that are required by the laws of the jurisdiction(s) under which each Non-Florida business entity that is a party to the merger is formed, organized, or incorporated are as follows:

The Agreement and Plan of Merger is on file at the principal place of business of BCA Media, L.L.C., the Surviving LLC, 126 International Speedway Boulevard, Daytona Beach, Florida 32114.

BCA Media, L.L.C., the Surviving LLC, consents to service of process by registered mail addressed to the Surviving LLC at its principal place of business, 126 International Speedway Boulevard, Daytona Beach, Florida 32114.

EIGHTH: Other provisions, if any, relating to the merger:

Not Applicable

(Attach additional sheet(s) if necessary)

RECORDED: 01/10/2002

TRADEMARK
REEL: 002423 FRAME: 0985

RECORDED: 12/17/2002

TRADEMARK
REEL: 002636 FRAME: 0730