

## TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

MERGER

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
RCR Publications, Inc.		12/07/1998	CORPORATION: COLORADO

## RECEIVING PARTY DATA

Name:	Crain Communications, Inc.
Street Address:	740 North Rush Street
City:	Chicago
State/Country:	ILLINOIS
Postal Code:	60611
Entity Type:	CORPORATION: ILLINOIS

## PROPERTY NUMBERS Total: 1

Property Type	Number
Registration Number:	1778916

## CORRESPONDENCE DATA

Fax Number: (734)995-1777

*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*

Phone: 734-995-3110

Email: kinnaird@butzel.com

Correspondent Name: J. Michael Huget

Address Line 1: 350 S. Main Street

Address Line 4: Ann Arbor, MICHIGAN 48104

ATTORNEY DOCKET NUMBER:

18380-3

NAME OF SUBMITTER:

Beth F. Kinnaird

Total Attachments: 6

900000721

TRADEMARK  
REEL: 002674 FRAME: 0316

CH 1778916 \$40.00

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Form **BCA-11.25**

(Rev. Jan. 1995)

George H. Ryan  
 Secretary of State  
 Department of Business Services  
 Springfield, IL 62756  
 Telephone (217) 782-6961  
 http://www.sos.state.il.us

**DO NOT SEND CASH!**  
 Remit payment in check or money  
 order, payable to "Secretary of State."  
 Filing Fee is \$100, but if merger or  
 consolidation of more than 2 corpo-  
 rations, \$50 for each additional cor-  
 poration.

# ARTICLES OF MERGER CONSOLIDATION OR EXCHANGE

File #

This space for use by  
 Secretary of State

Date

Filing Fee \$

Approved:

1. Names of the corporations proposing to ~~consolidate~~ <sup>merge</sup> exchange shares, and the state or country of their incorporation:

Name of Corporation	State or Country of Incorporation	Illinois Secretary of State File Number
Crain Communications Inc.	Illinois	D 2086-502-4
RCR Publications, Inc.	Colorado	N/A

2. The laws of the state or country under which each corporation is incorporated permit such merger, consolidation or exchange.

1. (a) Name of the ~~new~~ <sup>surviving</sup> corporation: Crain Communications Inc.  
~~acquiring~~
- (b) it shall be governed by the laws of: Illinois

1. Plan of ~~consolidation~~ <sup>merger</sup> exchange is as follows:

See Rider attached hereto and made a part hereof.

If not sufficient space to cover this point, add one or more sheets of this size.

TRADEMARK

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5. Plan of ~~consolidation~~ <sup>merger</sup> was approved, as to each corporation not organized in Illinois, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows:

*(The following items are not applicable to mergers under §11.30 —90% owned subsidiary provisions. See Article 7.)*

*(Only "X" one box for each Illinois corporation)*

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the articles of incorporation voted in favor of the action taken.

(§ 11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the articles of incorporation. Shareholders who have not consented in writing have been given notice in accordance with § 7.10 (§ 11.220)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with § 7.10 & § 11.20

Name of Corporation

	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. *(Not applicable if surviving, new or acquiring corporation is an Illinois corporation)*

It is agreed that, upon and after the issuance of a certificate of merger, consolidation or exchange by the Secretary of State of the State of Illinois:

- The surviving, new or acquiring corporation may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such corporation organized under the laws of the State of Illinois against the surviving, new or acquiring corporation.
- The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving, new or acquiring corporation to accept service of process in any such proceedings, and
- The surviving, new, or acquiring corporation will promptly pay to the dissenting shareholders of any corporation organized under the laws of the State of Illinois which is a party to the merger, consolidation or exchange the amount, if any, to which they shall be entitled under the provisions of "The Business Corporation Act of 1983" of the State of Illinois with respect to the rights of dissenting shareholders.

## 7. (Complete this item if reporting a merger under § 11.30—90% owned subsidiary provisions.)

- a. The number of outstanding shares of each class of each merging subsidiary corporation and the number of such shares of each class owned immediately prior to the adoption of the plan of merger by the parent corporation, are:

Name of Corporation	Total Number of Shares Outstanding of Each Class	Number of Shares of Each Class Owned Immediately Prior to Merger by the Parent Corporation
RCR Publications, Inc.	25,000	25,000

- b. (Not applicable to 100% owned subsidiaries)

The date of mailing a copy of the plan of merger and notice of the right to dissent to the shareholders of each merging subsidiary corporation was \_\_\_\_\_, 19 \_\_\_\_.

Was written consent for the merger or written waiver of the 30-day period by the holders of all the outstanding shares of all subsidiary corporations received? ☐ Yes ☐ No

(If the answer is "No," the duplicate copies of the Articles of Merger may not be delivered to the Secretary of State until after 30 days following the mailing of a copy of the plan of merger and of the notice of the right to dissent to the shareholders of each merging subsidiary corporation.)

8. The undersigned corporations have caused these articles to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated December 7, 19 98

attested by Merrilee P. Grain  
(Signature of Secretary or Assistant Secretary)

Merrilee P. Grain, Secretary  
(Type or Print Name and Title)

CRAIN COMMUNICATIONS INC.  
(Exact Name of Corporation)

by William A. Morrow  
(Signature of President or Vice President)

William A. Morrow, Exec. Vice-President  
(Type or Print Name and Title)

Dated December 7, 19 98

attested by Merrilee P. Grain  
(Signature of Secretary or Assistant Secretary)

Merrilee P. Grain, Secretary  
(Type or Print Name and Title)

RCR PUBLICATIONS, INC.  
(Exact Name of Corporation)

by William A. Morrow  
(Signature of President or Vice President)

William A. Morrow, Exec. Vice-President  
(Type or Print Name and Title)

Dated \_\_\_\_\_, 19 \_\_\_\_

attested by \_\_\_\_\_  
(Signature of Secretary or Assistant Secretary)

\_\_\_\_\_  
(Type or Print Name and Title)

\_\_\_\_\_  
(Exact Name of Corporation)

by \_\_\_\_\_  
(Signature of President or Vice President)

\_\_\_\_\_  
(Type or Print Name and Title)

**RIDER  
TO ARTICLES OF MERGER CONSOLIDATION OR EXCHANGE**

**CRAIN COMMUNICATIONS, INC.,  
an Illinois corporation**

4. Plan of merger is as follows:

This Plan of Merger (the "Plan") is made effective December 31, 1998, between RCR Publications, Inc., a Colorado corporation ("RCR" or "Terminating Corporation"), and approved by resolution adopted by unanimous consent of the Board of Directors and sole shareholder of RCR on May 14, 1998, and by Crain Communications, Inc., an Illinois corporation ("CCI" or "Surviving Corporation"), and approved by resolution adopted by a unanimous vote of the Board of Directors of CCI on May 14, 1998.

A. RCR and CCI shall, on the Effective Date (as defined in Paragraph 4.J), pursuant to the provisions of the Colorado Business Corporation Act and the Business Corporation Act of 1983 of the State of Illinois, be merged with and into a single corporation, to wit, CCI, the Surviving Corporation, and which shall continue to exist as said Surviving Corporation under its present name, Crain Communications, Inc., pursuant to the provisions of the Business Corporation Act of 1983 of the State of Illinois. The separate existence of RCR, the Terminating Corporation, shall cease upon said Effective Date in accordance with the provisions of the Colorado Business Corporation Act.

B. The Articles of Incorporation of the Surviving Corporation as in force and effect upon the Effective Date of the merger in the State of Illinois shall continue to be the Articles of Incorporation of said Surviving Corporation and shall continue in full force and effect until amended and changed in the manner prescribed by the provisions of the Business Corporation Act of 1983 of the State of Illinois.

C. The Bylaws of the Surviving Corporation as in force and effect upon the Effective Date of the merger in the State of Illinois shall continue to be the Bylaws of said Surviving Corporation and shall continue in full force and effect until changed, altered or amended as therein provided and in the manner prescribed by the provisions of the Business Corporation Act of 1983 of the State of Illinois.

D. The directors and officers of the Surviving Corporation in office on the Effective Date shall continue to be the members of the Board of Directors and the officers, respectively, of the Surviving Corporation, each of whom shall hold his or her directorship or office until the election of his or her successor or until his or her tenure is otherwise terminated in accordance with the Bylaws of the Surviving Corporation or applicable law.

E. Each issued share of the Terminating Corporation shall, upon the Effective Date of the merger, be cancelled and shall cease to exist. The Terminating Corporation is a wholly-

owned subsidiary of the Surviving Corporation. No common shares of the Surviving Corporation and no shares, securities or obligations convertible into common shares of the Surviving Corporation are to be issued or delivered under the Plan. The issued shares of the Surviving Corporation shall not be converted in any manner, but each said share which is issued as of the Effective Date of the merger shall continue to represent one issued share of the Surviving Corporation, with identical designations, preferences, qualifications, limitations, restrictions and special or relative rights immediately after the Effective Date.

F. The Plan herein made and approved shall be submitted to the sole shareholder of the Terminating Corporation for its approval or rejection in the manner prescribed by the provisions of the Colorado Business Corporation Act and is not required to be submitted to the shareholders of the Surviving Corporation for their approval or rejection based upon Section 11.20(c) of the Business Corporation Act of 1983 of the State of Illinois.

G. If the Plan is approved by the sole shareholder of the Terminating Corporation in compliance with the Colorado Business Corporation Act, the Terminating Corporation and the Surviving Corporation hereby stipulate that they will cause to be executed, delivered, filed and/or recorded any document or documents prescribed by the laws of the State of Colorado and the laws of the State of Illinois, and that they will cause to be performed all necessary acts therein and elsewhere to effectuate the merger.

H. The Board of Directors and the proper officers of the Terminating Corporation and of the Surviving Corporation are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file and/or record any and all instruments, papers, and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the provisions of the Plan or of the merger herein provided.

I. Notwithstanding the full approval of the merger herein provided, the merger may be abandoned, at any time prior to the filing of the Articles of Merger by the Secretary of State of the State of Illinois, by action of the Board of Directors of the Surviving Corporation or the Terminating Corporation.

J. The merger shall become effective as of December 31, 1998 (the "Effective Date").

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Form **BCA-14.35**  
(Rev. Jan. 1991)**REPORT FOLLOWING MERGER  
OR CONSOLIDATION**

File #

George H. Ryan  
Secretary of State  
Department of Business Services  
Springfield, IL 62756  
Telephone (217) 782-6961

This space for use by the Secretary of State

**DO NOT SEND CASH**This space for use by  
Secretary of State

Date

Franchise Tax \$  
Filing Fee \$  
Penalty \$  
Interest \$

Approved:

Remit payment in check or money  
order, payable to Secretary of  
State.1. CORPORATE NAME: Crain Communications, Inc.2. STATE OR COUNTRY OF INCORPORATION: Illinois

3. Issued shares of each corporation party to the merger prior to the merger:

Corporation	Class	Series	Par Value	Number of Shares
Crain Communications, Inc.	Common	Class A	\$5.00	89,379
	Common	Class B	\$5.00	7,260
RCR Publications, Inc.	Common	none	none	25,000

4. Paid-in Capital of each corporation party to the merger prior to the merger:

Corporation	Paid-in Capital
Crain Communications, Inc.	\$ 483,195
RCR Publications, Inc.	\$ 1,730,013
	\$
	\$
	\$

5. Description of the merger: (Include effective date and a brief explanation of the conversion as stated in the plan of merger.)

See attached Rider.

6. Issued shares after merger: Crain Communications, Inc.

Class	Series	Par Value	Number of Shares
Common	Class A	\$5.00	89,379
Common	Class B	\$5.00	7,260

7. Paid-in Capital of the surviving or new corporation: \$ 2,213,208

("Paid-in Capital" replaces the terms Stated Capital and Paid-in Surplus and is equal to the total of these accounts.)

**ITEM 8 MUST BE SIGNED**

8. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true.

Dated December 7 19 98Crain Communications, Inc.

(Exact Name of Corporation)

attested by Merrilee P. Crain

(Signature of Secretary or Assistant Secretary)

Merrilee P. Crain, Secretary

(Type or Print Name and Title)

by William A. Morrow

(Signature of President or Vice President)

William A. Morrow, Executive Vice President/

(Type or Print Name and Title)

Operations

**TRADEMARK**

RECORDED: 06/25/2003

REEL: 002674 FRAME: 0323