

05-14-2003



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

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
Tab settings ⇌ ⇌ ⇌ ▼

102447345

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

1. Name of conveying party(ies):

WKRQ-TV, Inc.

512.03

- Individual(s)
- General Partnership
- Corporation-State Alabama
- Other _____
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Spartan Communications, Inc.

Internal

Address: _____

Street Address: 250 International Drive

City: Spartanburg State: SC Zip: 29301

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State South Carolina
- 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
- Security Agreement
- Other Asset Purchase
- Merger
- Change of Name

Execution Date: January 22, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,943,000

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).....\$ 40.00

- 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

Name of Person Signing

Signature

05/08/03

Date

Total number of pages including cover sheet, attachments, and document: 16

7/13/03 ECDOPER 00000097 1943000

FC:R 31

40.00 DP

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

TRADEMARK
REEL: 002731 FRAME: 0544

AFFIDAVIT IN SUPPORT OF ASSIGNMENT OF OWNERSHIP

Mark: **WKRG**

Registration No.: 1,943,000

Registration Date: December 19, 1995

International Class No.: 038

Registrant: Media General Broadcasting of

South Carolina Holdings, Inc., a Delaware corporation

Address: 333 East Franklin Street

City, State, Zip Code: Richmond, Virginia 23219

AFFIDAVIT IN SUPPORT OF ASSIGNMENT OF OWNERSHIP

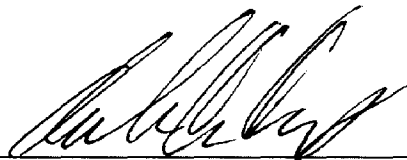
Registrant, Media General Broadcasting of South Carolina Holdings, Inc., a Delaware corporation, submits this Affidavit in Support of the Assignment of Ownership of the trademark, **WKRG**.

Registrant states that WKRG-TV, Inc., an Alabama corporation, the former owner of the trademark, **WKRG**, entered into an asset purchase agreement between WKRG-TV, Inc. and Spartan Communications, Inc. on January 22, 1998, for Spartan Communications, Inc. to purchase the assets of WKRG-TV, Inc. located at 555 Broadcast Drive, Mobile, Alabama 36606. According to the Alabama Secretary of State's office, WKRG-TV, Inc. changed its name to Giddens Holdings, Inc. on June 30, 1998, and was dissolved on December 30, 1998. Therefore, WKRG-TV, Inc. no longer exists as an entity and no one is authorized to sign on behalf of WKRG-TV, Inc. Spartan Communications, Inc., a South Carolina corporation, was authorized to transact business in Alabama on April 16, 1998, and filed a 1998 Annual Report for the Alabama location of 555 Broadcast Drive, Mobile, Alabama 36606. No documents could be located to evidence the transfer of ownership from WKRG-TV, Inc. to Spartan Communications, Inc. (see enclosures).

On March 27, 2000, Spartan Communications, Inc. merged into Media General Convergence, Inc. by an Agreement and Plan of Merger. As part of this merger, there was a Bill of Sale and Assignment of Intangible Assets by Media General Convergence, Inc. to Media General Broadcasting of South Carolina Holdings, Inc. Intangible Assets including trademarks (see enclosures).

Therefore, Registrant is the successor to the original registrant, WKRG-TV, Inc. by purchases, assignments and mergers and Media General Broadcasting of South Carolina Holdings, Inc. is the lawful, current owner/registrant of the mark, **WKRG**.

The undersigned, being warned that willful false statements and the like are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001, and that such willful false statements and the like may jeopardize the validity of the application or document or any registration resulting therefrom, declares that all statements made of his own knowledge are true; and all statements made on information and belief are believed to be true; the undersigned signing this submission is properly authorized to execute this Affidavit and act on behalf of the Registrant .



Andrew C. Carington
Counsel
Media General Broadcasting of
South Carolina Holdings, Inc., a
Delaware corporation

Date: 5/9/03



TRANSACTIONS

Office of the Secretary of State
State of Alabama

INITIATE NEW BROWSE

----- Legal Name Changed From: -----
06-03-1998...: WKRG-TV, Inc.

----- Legal Name Merged In: -----
12-22-1986...: KRG Bahamas, Inc.

12-22-1986...: GIDDENS GROVE, INC. (FL)
Non-Qualified Foreign Into Domestic

12-31-1976...: Giddens TV, Incorporated

----- Capital Amounts Changed From: -----
12-23-1992...: \$30,000 Authorized \$26,000 Paid In

12-30-1983...: \$250,000 Authorized \$26,000 Paid In

10-14-1955...: \$100,000 Authorized \$26,000 Paid In

----- Miscellaneous Filing Entry: -----
12-30-1992...: AMENDMENT FILED (RESTATED)

← PREVIOUS PAGE



© 2002, Office of the Secretary of State, State of Alabama



CORPORATE DETAILS

Office of the Secretary of State
State of Alabama

INITIATE NEW BROWSE

Corporation D/C 019-504
 Legal Name: Giddens Holdings, Inc.
 Place Of Inc: Mobile County
 Date Of Inc.: 12-16-1952 Dissclved.: 12-30-1998
 Reg Agent...: * Not On Data Base
 Prin Address: MOBILE, AL
 Capital Amt.: \$60,000 Authorized \$26,000 Paid In
 Nat Of Bus...: TELEVISION & RADIO BROADCASTING
 Names Of Inc: GIDDENS, KENNETH R
 RESTER, SHIRLEY
 RESTER, T J
 DELCHAMP, ALFRED F
 LITTLE, JOE H
 BRANNAN, LOUIS
 MAY, O H
 METZGER, MELVIN
 MOSTELLAR, MARVIN

TRANSACTION LIST

1998

ANNUAL REPORTS

← PREVIOUS PAGE



© 2002, Office of the Secretary of State, State of Alabama



ANNUAL REPORT DETAILS

Office of the Secretary of State
State of Alabama

INITIATE NEW BROWSE

1998 Annual Report

Reporting

Address...: GIDDENS HOLDINGS INC
PO BOX 160587
MOBILE, AL 36616-1587

Agent As

Reported...: GREER, TOULMIN
PO BOX 160587
MOBILE, AL 36616-1587

President

Of Corp...: LONG, DEWEY H JR
PO BOX 160587
MOBILE, AL 36616-1587

Secretary

Of Corp...: HUTCHESON, MARY R
PO BOX 160587
MOBILE, AL 36616-1587

General

Business...: RADIO & TV BROADCAST
555 BROADCAST DR
MOBILE, AL 36616

Telephone

Number...: 334-479-5555

Processed

By Revenue: 06-25-1998

← PREVIOUS PAGE





ANNUAL REPORT DETAILS

Office of the Secretary of State
State of Alabama

INITIATE NEW BROWSE

1998 Annual Report

Reporting

Address...: SPARTAN COMMUNICATIONS INC
PO BOX 1717
SPARTANBURG, SC 29304-1717

Agent As

Reported...: CORPORATION COMPANY
SUITE 204
2000 INTERSTATE PARK DR
MONTGOMERY, AL 36109-5421

President

Of Corp...: EVANS, NICK W
250 INTERNATIONAL DR
SPARTANBURG, SC 29303-6637

Secretary

Of Corp...: EVANS, NICK W
250 INTERNATIONAL DR
SPARTANBURG, SC 29303-6637

Alabama

Business...: TV BROADCASTING
555 BROADCASTING
MOBILE, AL 36606

General

Business...: TV BROADCASTING
250 INTERNATIONAL DR
SPARTANBURG, SC 29301

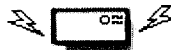
Telephone

Number...: 864-576-7777

Processed

By Revenue: 06-28-1999

← PREVIOUS PAGE



RTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE

MAR 27 2000

Jim Miles
SECRETARY OF STATE OF SOUTH CAROLINA

ARTICLES OF MERGER
MERGING
SPARTAN COMMUNICATIONS, INC.
INTO
MEDIA GENERAL CONVERGENCE, INC.

Step 19
Jim Miles
SECRETARY OF STATE
FILED
MAR 27 2000
AM PM
7 8 9 10 11 12 1 2 3 4 5 6

Pursuant to Section 13.1-722 of the South Carolina Business Corporation Act of 1988, Spartan Communications, Inc., a South Carolina corporation ("Spartan" or the "Disappearing Corporation") and Media General Convergence, Inc., a Virginia corporation ("MGCV" or the "Surviving Corporation"), do hereby certify as follows:

FIRST: The name of the surviving corporation is Media General Convergence, Inc., a Virginia corporation. The name of the disappearing corporation is Spartan Communications, Inc., a South Carolina corporation. Media General Communications, Inc., a Delaware corporation, owns all of the outstanding capital stock of Spartan and MGCV.

SECOND: The merger shall be effected through an Agreement and Plan of Merger (the "Plan"); attached hereto as Exhibit A.

THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the Board of Directors of Spartan on March 24, 2000.

FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the Board of Directors of MGCV on March 24, 2000.

FIFTH: There are 1,000 authorized shares of capital stock of Spartan, of which 100 shares are outstanding and entitled to vote. All 100 shares of capital stock of Spartan that were entitled to vote approved the Plan.

SIXTH: There are 1,000 authorized shares of capital stock of MGCV, of which 100 shares are outstanding and entitled to vote. All 100 shares of capital stock of MGCV that were entitled to vote approved the Plan.

SEVENTH: The merger shall be effective March 27, 2000.

EIGHTH: Pursuant to Section 33-7-106 of the South Carolina Business Corporation Act and Section 13.1-659 of the Virginia Stock Corporation Act, the Sole Stockholder of Spartan, the disappearing corporation, and the Sole Stockholder of MGCV, the surviving corporation, waived all notice requirements.

NINTH: The laws of the jurisdiction of organization of MGCV permit the merger of a corporation authorized by law to issue shares of the jurisdiction of Spartan with and into a corporation authorized by law to issue shares of the jurisdiction of organization of MGCV; and the merger of Spartan with and into MGCV is in compliance with the laws of the jurisdiction of organization of MGCV.

TENTH: The certificate of incorporation of Media General Convergence, Inc. shall be the certificate of incorporation of the Surviving Corporation.

ELEVENTH: The executed Plan is on file at Media General Convergence, Inc., 333 East Franklin Street, Richmond, VA 23219.

TWELFTH: A copy of the Plan may be obtained from the Secretary of Media General Convergence, Inc., upon request and without cost.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, each of the parties has caused these Articles of Merger to be executed on its behalf by its duly authorized officers, as of the 24th day of March, 2000.

SPARTAN COMMUNICATIONS, INC.

By: _____
Name: George L. Mahoney
Title: Secretary ✓

MEDIA GENERAL
CONVERGENCE, INC.

By: _____
Name: George L. Mahoney
Title: Secretary

AGREEMENT AND PLAN OF MERGER

AGREEMENT AND PLAN OF MERGER, dated as of March 24, 2000, by and between Spartan Communications, Inc., a South Carolina corporation ("Spartan" or the "Disappearing Corporation"), and Media General Convergence, Inc., a Virginia corporation ("MGCV" or the "Surviving Corporation"). Pursuant to Section 33-11-107 of the South Carolina Business Corporation Act of 1988 and Section 13.1-722 of the Virginia Stock Corporation Act, the parties agree that Spartan shall merge with and into MGCV (the "Merger") according to the terms set forth below:

FIRST: The name of the surviving corporation is Media General Convergence, Inc. The name of the disappearing corporation is Spartan Communications, Inc. Media General Communications, Inc., a Delaware corporation, owns all of the outstanding shares of capital stock of MGCV and Spartan.

SECOND: The Merger shall be effective on March 27, 2000 at 12:02 AM Eastern Standard Time (the "Effective Date"). Upon the Merger, the corporate existence of MGCV, with all its purposes, powers and objects, shall continue unaffected and unimpaired by the Merger, and the corporate identity and existence of Spartan, with all its purposes, powers and objects, shall be merged with and into MGCV, and MGCV, as the surviving corporation, shall be fully vested therewith. The separate existence and corporate organization of Spartan shall cease as of the Effective Date.

THIRD: As of the Effective Date, the 423,495 issued and outstanding shares of the capital stock of Spartan shall be canceled and the 100 shares of MGCV stock that are presently owned by Media General Communications, Inc. and are outstanding immediately prior to the Effective Date shall, by virtue of the Merger and without any action by the holder thereof, be and become 100 shares of the Surviving Corporation; At and after the Effective Date, the Surviving Corporation shall possess all the rights, privileges, immunities, powers, and purposes, of each of Spartan and MGCV; all the property, real and personal, shall vest in the Surviving Corporation without further act or deed; and the Surviving Corporation shall assume and be liable for all the liabilities, obligations and penalties of Spartan and MGCV.

FOURTH: As of the Effective Date, the certificate of incorporation and the bylaws of the Surviving Corporation shall be in the form of the existing certificate of incorporation and bylaws of MGCV.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, each of the parties has caused this Agreement and Plan of Merger to be executed on its behalf by its duly authorized officers, as of the day and year first written above.

SPARTAN COMMUNICATIONS, INC.

By: _____
Name: George L. Mahoney
Title: Secretary

MEDIA GENERAL
CONVERGENCE, INC.

By: _____
Name: George L. Mahoney
Title: Secretary

BILL OF SALE AND ASSIGNMENT OF INTANGIBLE ASSETS

THIS BILL OF SALE AND ASSIGNMENT OF INTANGIBLE ASSETS (this "Assignment") is made this 27th day of March, 2000, by Media General Convergence, Inc., a Virginia corporation ("MGCV"), to Media General Broadcasting of South Carolina Holdings, Inc., a Delaware corporation ("MGBSCH").

WHEREAS, MGCV was formed on March 5, 1998, by its Articles of Incorporation filed with the State Corporation Commission of the Commonwealth of Virginia on that date, and Media General Communications, Inc., a Delaware corporation, owns one hundred percent (100%) of the outstanding capital stock of MGCV;

WHEREAS, MGBSCH was formed on March 4, 1998, by its Certificate of Incorporation filed with the Secretary of State of the State of Delaware on that date, and MGCV owns one hundred percent (100%) of the outstanding capital stock of MGBSCH, and

WHEREAS, MGCV desires to assign and transfer to MGBSCH and MGBSCH desires to accept from MGCV all of MGCV's right, title and interest in and to all the intangible assets acquired in the merger of Spartan Communications, Inc., a South Carolina corporation, including, without limitation, the intangible assets described on Exhibit A attached hereto (the "Intangibles"), with and into MGCV (the "Merger"), which are presently held by MGCV and used or useful in its business, as a contribution to the capital of MGBSCH, effective the date hereof in a transaction structured to qualify for nonrecognition of gain under section 351 of the Internal Revenue Code of 1986, as revised;

NOW, THEREFORE, for valuable consideration paid MGCV, the receipt and sufficiency of which is hereby acknowledged,

MGCV by these presents does assign, transfer, convey and deliver unto MGBSCH, its successors and assigns all of MGCV's right, title and interest in and to the Intangibles. This assignment shall not release MGCV from its obligations and liabilities with respect to the intangibles insofar as they relate to the time period prior to and including the date hereof.

As of and after the date hereof, MGBSCH shall hold all of MGCV's right, title, and interest in the Intangibles. MGBSCH hereby assumes and agrees to pay, satisfy, discharge and perform, all obligations and liabilities of MGCV arising during the time period after the date hereof with respect to the Intangibles.

TO HAVE AND TO HOLD the said described property to MGBSCH, its successors and assigns, for their exclusive use and benefit forever.

MGCV hereby agrees, from and after the date hereof upon the request of MGBSCH, to execute and deliver such other documents as MGBSCH reasonably requests in order to obtain the full benefit of this Assignment.

This Assignment may be executed in multiple counterparts, each of which shall be deemed an original and all of which shall constitute one agreement. In addition, this Assignment may be executed through the use of counterpart signature pages. The signature of any party on any counterpart agreement or signature page shall be deemed to be a signature to, and may be appended to, any other counterpart.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned have caused this instrument to be
duly executed on the date first written above.

MEDIA GENERAL CONVERGENCE,
INC.

By: _____
Name: George L. Mahoney
Title: Secretary

MEDIA GENERAL BROADCASTING OF
SOUTH CAROLINA HOLDINGS, INC.

By: _____
Name: George L. Mahoney
Title: Secretary

EXHIBIT A

Intangible Assets

ξ newspaper mastheads, trade names, trademarks, service marks, service names, domain names, trademark registrations, and all other intellectual property rights relating thereto, and other and other similar intangible rights and interests, and the goodwill associated therewith, which are used or useful in connection with the business and operations of the newspapers and the stations;

ξ advertising sales and supplier contracts, advertising service contracts, and all service and feature or other information provider contracts;

ξ licenses, permits and authorizations issued by the Federal Communications Commission and other agencies of the Federal government;

ξ network affiliation agreements and other programming agreements; and

contracts, agreements, options, including that certain Option Agreement by and between Pappas Telecasting of the Carolinas and Spartan Communications, Inc. ("Spartan"), to which MGCV became a party by the merger of Spartan with and into MGCV, leases (whether of realty or personalty and including leases of property used in the operations of the newspapers and the stations), and joint venture interests and other interests in non-consolidated entities; but, except with respect to the Option Agreement, not including contracts for the purchase of tangible property (personalty and realty) and contracts for the purchase of inventory and supply items, including purchase price deposits.