

06-17-2003



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

5-22-03

RECORDED 102475192
TRADEMARKS ONLY

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):
Enterprise Publishing Company

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

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

3. Nature of conveyance:

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

Execution Date: March 28, 2003

2. Name and address of receiving party(ies)

Name: Enterprise Publishing Company, LLC

Internal

Address:

Street Address: 60 Main Street

City: Brockton State: MA Zip: 02301

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Delaware Limited Liability Company

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

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

A. Trademark Application No.(s) 71/541527,
71/537670

B. Trademark Registration No.(s) 2610783,
2566293, 2464710

Additional number(s) attached Yes No

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

Name: Daniel P. Collins

Trademark Legal Assistant
Internal Address:

Palmer & Dodge LLP

Street Address: 111 Huntington Avenue

City: Boston State: MA Zip: 02199-7613

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Daniel P. Collins

Name of Person Signing

Daniel P. Collins
Signature

May 22, 2003

Date

Total number of pages including cover sheet, attachments, and document: 13

06/16/2003 TDIAZ1 00000074 71541527

01 FC:0521
02 FC:0522

40.00 OF
100.00 OF

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

TRADEMARK
REEL: 002756 FRAME: 0011

ENTERPRISE PUBLISHING COMPANY, LLC

CERTIFICATE OF MERGER

PURSUANT TO SECTION 18-209

OF THE

DELAWARE LIMITED LIABILITY COMPANY ACT

Certificate of Merger, dated March 28, 2003, of Enterprise Publishing Company, LLC, a Delaware limited liability company, to be filed with the Secretary of State of Delaware pursuant to Section 18-209 of the Delaware Limited Liability Company Act.

1. Enterprise Publishing Company, a Massachusetts corporation, is merging with and into Enterprise Publishing Company, LLC, a Delaware limited liability company. Enterprise Publishing Company, LLC is the surviving entity of the merger (the "Merger").

2. The Merger is being consummated pursuant to a Merger Agreement, dated as of the date of this Certificate of Merger (the "Merger Agreement"), between Enterprise Publishing Company and Enterprise Publishing Company, LLC, which was duly approved and executed by each of Enterprise Publishing Company and Enterprise Publishing Company, LLC.

3. The name of the surviving limited liability company is "Enterprise Publishing Company, LLC."

4. The Merger is to be effective upon the filing of this Certificate of Merger with the Secretary of State of Delaware.


5. The Merger Agreement is on file at the office of Enterprise Publishing Company, LLC, 400 Crown Colony Drive, Quincy, MA 02160.

6. A copy of the Merger Agreement will be furnished by Enterprise Publishing

Company, LLC, on request and without cost, to any person or entity which held shares of capital stock of Enterprise Publishing Company immediately prior to the effective time of the Merger.

ENTERPRISE PUBLISHING COMPANY, LLC

By: ENTERPRISE NEWSMEDIA, INC., its
Sole Member

By: 
Name: James F. Plugh
Title: President

ok for Cert

SECRETARY OF THE COMMONWEALTH

FILED

MAR 31 2003

SECRETARY OF THE COMMONWEALTH
CORPORATIONS DIVISION

03 MAR 31 AM 9:56
CORPORATION DIVISION
**CERTIFICATE OF MERGER
OF
Enterprise Publishing Company**

A Massachusetts corporation
into

Enterprise Publishing Company, LLC
A Delaware limited liability company

Pursuant to Ch. 156C, Sec. 61 of the Massachusetts Limited Liability Company Act, the undersigned surviving limited liability company hereby submits the following Certificate of Merger for filing:

1. The name, federal employer identification number, and principal office address of the entities involved in the merger are:

<u>Name</u>	<u>FEIN</u>	<u>Principal office address</u>
Enterprise Publishing Company	04-1289890	400 Crown Colony Drive Quincy, MA 02169
Enterprise Publishing Company, LLC	applied for	400 Crown Colony Drive Quincy, MA 02169

2. The date and jurisdiction of formation or organization of the entities involved in the merger are:

<u>Name</u>	<u>Date of formation</u>	<u>State of formation</u>
Enterprise Publishing Company	03/08/1915	Massachusetts
Enterprise Publishing Company, LLC	11/13/2002	Delaware

3. The name and federal employer identification number of the surviving limited liability company is: Enterprise Publishing Company, LLC, applied for.

4. An agreement of merger has been approved and executed by each entity which is to merge.

5. The agreement of merger is on file at a place of business of the surviving limited liability company, the address of which is 400 Crown Colony Drive, Quincy, MA 02169.

6. Enterprise Publishing Company, LLC, the surviving limited liability company agrees that it may be served with process in the Commonwealth of Massachusetts in any action, suit, or proceeding for the enforcement of any obligation of any domestic limited liability company which is to merge, irrevocably appointing the State Secretary as its agent to accept service of process in any such action, suit or proceeding, and specifies the

following address as the address to which a copy of any such process shall be mailed to it by the State Secretary: 400 Crown Colony Drive, Quincy, MA 02169.

7. A copy of the agreement of merger will be furnished by the surviving limited liability company, on request and without cost, to any member of any domestic limited liability company or any person holding an interest in any other business entity which is to merge.

8. The name and business address of each manager of the surviving limited liability company is:

None.


9. The name and business address of each person authorized to execute on behalf of the surviving limited liability company, documents to be filed with the Secretary of the Commonwealth is:

<u>Name</u>	<u>Business Address</u>
Thomas Branca	c/o Enterprise NewsMedia, Inc. 400 Crown Colony Drive Quincy, MA 02169
James F. Plugh	same as above
Frank E. Richardson	c/o F.E. Richardson & Company 245 Park Avenue New York, NY 10167
Douglas S. Rich, Esq.	473 West End Avenue New York, NY 10024

10. The name and business address of each person authorized to execute, acknowledge, deliver and record on behalf of the surviving limited liability company, any recordable instrument purporting to affect an interest in real property are Thomas Branca, James F. Plugh, Frank E. Richardson, or Douglas S. Rich, each acting singly or jointly.

IN WITNESS WHEREOF the undersigned affirms and swears, under penalties of perjury, that to the undersigned's knowledge and belief, the foregoing statements are true as of the 28th day of March, 2003.

Enterprise Publishing Company, LLC

By: 
James F. Plugh

RECORDS SECTION OF THE
COMPTROLLER OF THE REVENUE
Examined
03 MAR 31 AM 9:49
CORPORATION DIVISION

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ~~*CONSOLIDATION~~ / *MERGER (General Laws, Chapter 156B, Section 79)

~~XXXXXX~~ *Consolidation / *merger of

Enterprise Publishing Company

and

Enterprise Publishing Company, LLC

the constituent corporations, into

Enterprise Publishing Company, LLC

~~XXXXXX~~ *one of the constituent corporations organized under the laws of: Delaware

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~*consolidation~~ / *merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 79, and will be kept as provided by Subsection (c) thereof. The ~~*resulting~~ / *surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~*consolidation~~ / *merger determined pursuant to the agreement of ~~*consolidation~~ / *merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing:

3. (For a merger)

**The following amendments to the Articles of Organization of the *surviving* corporation have been effected pursuant to the agreement of merger:

None

(For a consolidation)

(a) The purpose of the *resulting* corporation is to engage in the following business activities:

N/A

- C
- P
- M
- RA.

***Delete the inapplicable words:**

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring each addition is clearly indicated.

P.C.

(For a consolidation)

(b) State the total number of shares and the par value, if any, of each class of stock which the *resulting* corporation is authorized to issue:

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:	N/A	Common:	N/A	N/A
Preferred:	N/A	Preferred:	N/A	N/A

** (c) If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

N/A

** (d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

N/A

** (e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

N/A

Item 4 below may be deleted if the resulting /surviving corporation is organized under the laws of a state other than Massachusetts.

4. The information contained in Item 4 is *not* a *permanent* part of the Articles of Organization of the *resulting / *surviving corporation.

(a) The street address of the *resulting / *surviving corporation *in Massachusetts* is: (*post office boxes are not acceptable*).

N/A

***If there are no provisions state "None".*

(b) The name, residential address and post office address of each director and officer of the *resulting / *surviving corporation is:

NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President: N/A		
Treasurer: N/A		
Clerk: N/A		
Directors: N/A		

(c) The fiscal year end (i.e. tax year) of the *resulting / *surviving corporation shall end on the last day of the month of: N/A

(d) The name and business address of the resident agent, if any, of the *resulting / *surviving corporation is: N/A


Item 5 below may be deleted if the resulting/surviving corporation is organized under the laws of Massachusetts.

5. The *resulting / *surviving corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any constituent Massachusetts corporation, any prior obligation of any constituent foreign corporation qualified under General Laws, Chapter 181, and any obligations hereafter incurred by the *resulting / *surviving corporation, including the obligation created by General Laws, Chapter 156B, Section 85, so long as any liability remains outstanding against the corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligation, including taxes, in the same manner as provided in Chapter 181.

FOR MASSACHUSETTS CORPORATIONS

The undersigned *President / ~~Vice President~~ and *Clerk / ~~Assistant Clerk~~ of Enterprise Publishing Company, a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of ~~consolidation~~ / *merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.


James F. Plugh _____, *President / ~~Vice President~~

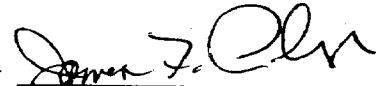
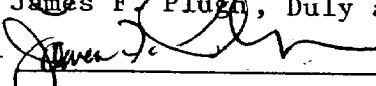

James F. Plugh _____, *Clerk / ~~Assistant Clerk~~

FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † James F. Plugh and †† James F. Plugh, of Enterprise Publishing Company, LLC, a corporation organized under the laws of

Delaware, further state under the penalties of perjury that the agreement of ~~consolidation~~ / *merger has been duly adopted by such corporation in the manner required by the laws of Delaware.

*Delete the inapplicable words.
†Specify the officer having powers and duties corresponding to those of the president or vice presidents of a Massachusetts corporation organized under General Laws, Chapter 156B.
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation.

† 
James F. Plugh, Duly authorized
†† 
James F. Plugh, Duly authorized

ARTICLES OF *CONSOLIDATION / *MERGER

(General Laws, Chapter 156B, Section 79)

I hereby approve the within Articles of *Consolidation / *Merger and,
the filing fee in the amount of \$ _____, having been paid,
said articles are deemed to have been filed with me this _____
day of _____, 20 _____.

Effective date _____

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION

Photocopy of document to be sent to:

Patrick C. Toomey, Esq.

Gadsby Hannah LLP, 225 Franklin Street

Boston, MA 02110

Telephone: _____ (617) 345-7000

Delaware

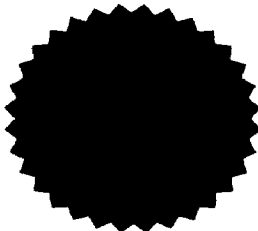
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ENTERPRISE PUBLISHING COMPANY", A MASSACHUSETTS CORPORATION,

WITH AND INTO "ENTERPRISE PUBLISHING COMPANY, LLC" UNDER THE NAME OF "ENTERPRISE PUBLISHING COMPANY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF MARCH, A.D. 2003, AT 2 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2337765

DATE: 03-28-03

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030208390

RECORDED: 05/22/2003

TRADEMARK
REEL: 002756 FRAME: 0021