

Form PTO-1594 (Rev. 06/04)
OMB Collection 0651-0027 (exp. 6/30/2005)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office; Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies)/Execution Date(s):

Paxson Communications of
Tallahassee, Inc.

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

Citizenship (see guidelines) Florida

Execution Date(s) 07/16/1997

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Paxson Communications of Florida Inc.

Internal Address: _____

Address: _____

Street Address: 200 East Basse Road

City: San Antonio

State: Texas

Country: USA Zip: 78209

- Association
- General Partnership
- Limited Partnership
- Corporation
- Other

Citizenship _____
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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,536,804

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

SUNNY 98.5 & DESIGN, filed December 3, 1987

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

Name: Pamela B. Huff

Internal Address: Cox & Smith Incorporated

Street Address: 112 East Pecan Street
Suite 1800

City: San Antonio

State: Texas Zip: 78205

Phone Number: 210-554-5450

Fax Number: 210-226-8395

Email Address: ipdocket@coxsmith.com

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 40.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 03-3483

Authorized User Name Pamela B. Huff

9. Signature: Pamela B. Huff

Signature

July 6, 2004

Date

Pamela B. Huff

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 4

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on July 17, 1997, as shown by the records of this office.

The document number of the surviving corporation is P93000081697.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-second day of June, 2004



CR2EO22 (2-03)

Glenda E. Hood
Glenda E. Hood
Secretary of State

FROM HOLLAND & KNIGHT TAMPA

(WED) 7/16/97 17:45/ST. 17:42/NO. 4261068510-P-15

**ARTICLES OF MERGER BETWEEN
PAXSON COMMUNICATIONS OF FLORIDA, INC.**

AND

**PAXSON/R&R NETWORK, INC.,
PAXSON COMMUNICATIONS OF THE KEYS, INC., AND
PAXSON COMMUNICATIONS OF TALLAHASSEE, INC.**

FILED

97 JUL 17 PM 2:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1105 of the Florida Business Corporation Act, Paxson Communications of Florida, Inc., a Florida corporation, which will be the surviving corporation ("Survivor") and Paxson/R&R Network, Inc., a Florida corporation, Paxson Communications of The Keys, Inc., a Florida corporation, and Paxson Communications of Tallahassee, Inc., a Florida corporation (collectively, the "Merging Corporations"), each of which is a wholly-owned subsidiary of Survivor, hereby adopt the following Articles of Merger for the purpose of effecting the merger of the Merging Corporations into the Survivor (the "Merger").

ARTICLE I

The Plan of Merger effecting the Merger of the Merging Corporations with and into the Survivor is attached hereto as Exhibit "A" and incorporated herein by this reference.

ARTICLE II

The name of the surviving corporation is Paxson Communications of Florida, Inc., a Florida corporation.

ARTICLE III

The effective date of the Merger shall be upon the filing of these Articles of Merger with the Secretary of State of Florida.

ARTICLE IV

The Plan of Merger was adopted by written consent of the Board of Directors of Survivor on July 15, 1997. Approval by the shareholders of the Survivor is not required pursuant to Florida Statutes Section 607.1104.

ARTICLE V

Immediately prior to the merger, the Survivor owned all of the outstanding shares of the Merging Corporations. Thus, approval by the Board of Directors and the shareholders of the Merging Corporations is not required pursuant to Florida Statutes Section 607.1104.

TRADE MARK

FROM HO LAND & INIGHT TAMPA

(WED) 7. 16. 97 17:45/ST 17 427 0 476 018510 13

IN WITNESS WHEREOF, the undersigned have executed this document as of the 16th day of July, 1997.

PAXSON COMMUNICATIONS OF FLORIDA, INC.

By: William L. Watson
William L. Watson
Its: Secy

PAXSON/R&R NETWORK, INC.

By: William L. Watson
William L. Watson
Its: Secy

PAXSON COMMUNICATIONS OF THE KEYS, INC.

By: William L. Watson
William L. Watson
Its: Secy

PAXSON COMMUNICATIONS OF TALLAHASSEE, INC.

By: William L. Watson
William L. Watson
Its: Secy