

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 Florida, 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)

- Yes
- No

Additional names, addresses, or citizenship attached?

Name: Paxson Communications Corporation

Internal Address: _____

Street Address: 200 East Basse Road

City: San Antonio

State: Texas

Country: USA Zip: 78209

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship Delaware
- 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: ipdockat@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 7, 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

CH \$40.00 033483 1536804

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 F94000001188.

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 17:47/ST:17:42/NO:4261068510/P:22

FILED

97 JUL 17 PH 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF MERGER BETWEEN
PAXSON COMMUNICATIONS CORPORATION
AND
PAXSON COMMUNICATIONS OF FLORIDA, INC.,
PAXSON COMMUNICATIONS LP, INC.,
PAXSON OUTDOOR, INC.,
PAX JAX, INC., AND
PAXSON COMMUNICATIONS NETWORKS, INC.**

Pursuant to Section 607.1105 of the Florida Business Corporation Act Paxson Communications Corporation, a Delaware corporation, which will be the surviving corporation ("Survivor") and Paxson Communications of Florida, Inc., a Florida corporation, Paxson Communications LP, Inc., a Florida corporation, Paxson Outdoor, Inc., a Florida corporation, Pax Jax, Inc., a Florida corporation, and Paxson Communications Networks, 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 Corporation, a Delaware corporation.

ARTICLE III

The effective date of the Merger shall be upon the later of 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 Delaware Statute Section 253.

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 Corporation is not required pursuant to Florida Statute Section 607.1104.

FROM HOLLAND & KNIGHT TAMPA

(TELEPHONE) 7/16/97 11:47/AM 17 422

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

PAXSON COMMUNICATIONS CORPORATION

By: William L. Watson
William L. Watson
Its: _____

PAXSON COMMUNICATIONS OF FLORIDA, INC.

By: William L. Watson
William L. Watson
Its: Sec

PAXSON COMMUNICATIONS LP, INC.

By: William L. Watson
William L. Watson
Its: Sec

PAXSON OUTDOOR, INC.

By: William L. Watson
William L. Watson
Its: Sec

PAXSON COMMUNICATIONS NETWORKS, INC.

By: William L. Watson
William L. Watson
Its: SEC.

PAX JAX, INC.

By: William L. Watson
William L. Watson
Its: Sec