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03-03-2004

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

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

1. Name of conveying party(ies): Fuller-Jeffrey Broadcasting Corporation of Greater Des Moines
Individual(s) Association General Partnership Limited Partnership Corporation-State Maine Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: Fuller-Jeffrey Broadcasting Internal Corporation of New England Address: Street Address: 245 Commercial Street City: Portland State: ME Zip: 04101
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Maine 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 Merger Security Agreement Change of Name Other
Execution Date: 4/10/1997

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 2,158,779, 2,158,780, 2,160,393, 2,161,792
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Louis J. Levy Internal Address: Leventhal Senter & Lerman PLLC Street Address: 2000 K Street, N.W., Suite 600 City: Washington State: DC Zip: 20006-1809

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) \$ 115.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature. Louis J. Levy Name of Person Signing Signature Date February 23, 2004
Total number of pages including cover sheet, attachments, and document: 6

03-03-2004 10:37:46 00000125 2158779

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

40.00 BP 75.00 BP

TRADEMARK REEL: 002920 FRAME: 0900

Exhibit A

PLAN OF MERGER

of

FULLER-JEFFREY BROADCASTING CORPORATION OF GREATER DES MOINES,
a Maine corporation (the "Merging Corporation")

with and into

FULLER-JEFFREY BROADCASTING CORPORATION OF NEW ENGLAND,
a Maine corporation (the "Surviving Corporation"
and, together with the Merging Corporation, the "Participating Corporations")

This Plan of Merger (the "Plan") was approved as of February 27, 1997 by the unanimous written consent, without a meeting, of the sole holder of all of the outstanding shares of the capital stock of each of the Merging Corporation and the Surviving Corporation pursuant to Section 902 of the Maine Business Corporation Act (the "Act"). The terms of the Plan are as follows:

1. The Merging Corporation shall be merged (the "Merger") into the Surviving Corporation, which shall continue to exist under the name "Fuller-Jeffrey Radio of New England, Inc." pursuant to the provisions of the Act. The separate existence of the Merging Corporation shall cease upon the effective date of the Merger (the "Effective Date") in accordance with the provisions of the Act.

2. The articles of incorporation of the Surviving Corporation as now in effect shall continue to be the articles of incorporation of the Surviving Corporation after the Effective Date except that Articles First and Second thereof, relating to the name of the Surviving Corporation, the Clerk and the address of the registered office of the Surviving Corporation in Maine are hereby amended so as to read as follows upon the Effective Date:

FIRST: The name of the corporation is Fuller-Jeffrey Radio of New England, Inc. and it is located in Maine at One City Center, Portland, Maine 04101.

SECOND: The name of its Clerk, who must be a Maine resident, and the address of its registered officer shall be Michael E. High, Drummond, Woodsum, Plimpton & MacMahon, 245 Commercial Street, P. O. Box 9781, Portland, Maine 04104-5081.

Said articles of incorporation as hereby amended shall continue in force until further amended in the manner prescribed by the Act.

3. The bylaws of the Surviving Corporation as in effect upon the Effective Date shall continue to be the bylaws of the Surviving Corporation and continue in effect until changed as therein provided and in the manner prescribed by the Act.

4. The directors and officers of the Surviving Corporation as of the Effective Date shall continue to be the directors and officers of the Surviving Corporation after the Effective Date and shall remain in office until the election and qualification of their respective successors.

5. Each issued share of the Merging Corporation shall be canceled upon the Effective Date, without the payment of any consideration. The issued shares of the Surviving Corporation shall not be changed in any manner, and each said share which is issued and outstanding as of the Effective Date shall continue to represent one share of the Surviving Corporation

6. The Participating Corporations each stipulate that they will cause to be executed and filed and/or recorded any document or documents prescribed by the laws of the State of Maine, and that they will cause to be performed all necessary acts therein and elsewhere required to effectuate the Merger.

7. The boards of directors and the proper officers of each of the Participating Corporations, respectively, are hereby authorized and directed to do any and all acts, including the execution delivery, filing and recording of any instruments, as shall be necessary or convenient to carry out the provisions of this Plan and the Merger.

8. The Surviving Corporation shall acquire the assets and assume the liabilities of the Merging Corporation.

9. The Effective Date shall be the date of filing of the Certificate of Merger with respect to the Merger with the Secretary of State of the State of Maine.

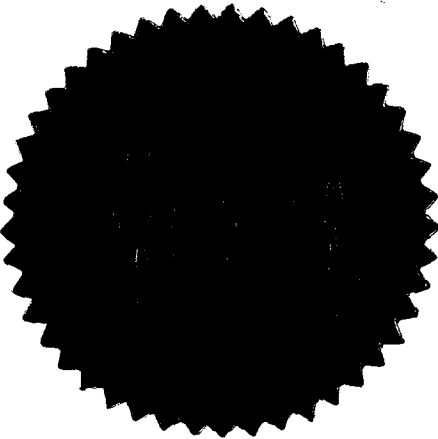
10. Notwithstanding the approval of this Plan by the shareholders of each of the Participating Corporations, this Plan may be abandoned at any time prior to the Effective Date upon the vote or written consent of at least a majority of the outstanding shares of each of the Participating Corporations.

State of Maine



Department of the Secretary of State

I, the Secretary of State of Maine, certify that according to the provisions of the Constitution and Laws of the State of Maine, the Department of the Secretary of State is the legal custodian of the Great Seal of the State of Maine which is hereunto affixed and that the paper to which this is attached is a true copy from the records of this Department.



In Testimony Whereof, I have caused the Great Seal of the State of Maine to be hereunto affixed. Given under my hand at Augusta, Maine, February 11, 2004.

A handwritten signature in black ink, appearing to read 'Dan Gwadosky'.

DAN GWADOSKY
SECRETARY OF STATE

DOMESTIC
BUSINESS CORPORATION

STATE OF MAINE

ARTICLES OF MERGER

Fuller-Jeffrey Broadcasting
Corporation of Greater Des Moines

(A Maine Corporation)

INTO

Fuller-Jeffrey Broadcasting
Corporation of New England

(A Maine Corporation)

Minimum Fee \$80 (See §1401 sub-§17)

File No. 19862170 D Pages 4
File No. 19862168 D
Fee Paid \$ 80.00
DCN 1971131500011 MERG
FILED
04/23/1997

Harry Cooper

Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 13-A MRSA §903, the board of directors of each participating corporation approve and the undersigned corporations, adopt the following Articles of Merger:

FIRST: The plan of merger is set forth in Exhibit A attached hereto and made a part hereof.

SECOND: As to each participating corporation, the shareholders of which voted on such plan of merger, the number of shares outstanding and the number of shares entitled to vote on such plan, and the number of such shares voted for and against the plan, are as follows:

Name of Corporation	Number of Shares Outstanding	Number of Shares Entitled to Vote	NUMBER Voted For	NUMBER Voted Against
Fuller-Jeffrey Broadcasting of Greater Des Moines	4,500	4,500	4,500	-0-
Fuller-Jeffrey Broadcasting of New England	4,500	4,500	4,500	-0-

THIRD: If the shares of any class were entitled to vote as a class, the designation and number of the outstanding shares of each such class, and the number of shares of each such class voted for and against the plan, are as follows:

Name of Corporation	Designation of Class	Number of Shares Outstanding	NUMBER Voted For	NUMBER Voted Against
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Not Applicable

(Include the following paragraph if the merger was authorized without the vote of the shareholders of the surviving corporation. Omit if not applicable.)

FOURTH: The plan of merger was adopted by the participating corporation which is to become the surviving corporation in the merger without any vote of its shareholders, pursuant to section 902, subsection 5. The number of shares of each class outstanding immediately prior to the effective date of the merger, and the number of shares of each class to be issued or delivered pursuant to the plan of merger of the surviving corporation are set forth as follows:

Designation of Class	Number of Shares Outstanding Immediately Prior to Effective Date of Merger	Number of Shares to Be Issued Or Delivered Pursuant to the Merger
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Not Applicable

FIFTH: The address of the registered office of the surviving corporation in the State of Maine is c/o Michael E. High, Esquire, 245 Commercial Street, Portland, ME 04101
(street, city, state and zip code)

The address of the registered office of the merged corporation in the State of Maine is c/o Michael E. High, 245 Commercial Street, Portland, ME 04101
(street, city, state and zip code)

SIXTH: Effective date of the merger (if other than date of filing of Articles) is May 1, 1997

(Not to exceed 60 days from date of filing of the Articles)

Fuller-Jeffrey Broadcasting Corporation of New England

DATED April 10, 1997

(surviving corporation)

MUST BE COMPLETED FOR VOTE OF SHAREHOLDERS
I certify that I have custody of the minutes showing the above action by the shareholders.
Fuller-Jeffrey Broadcasting Corporation of New England
(name of corporation)
[Signature]
(signature of clerk, secretary or asst. secretary)

*By [Signature]
(signature)

Martin R. Lessard, Executive Vice President
(type or print name and capacity)

*By [Signature]
(signature)

Andrew L. Nichols, Assistant Secretary
(type or print name and capacity)

DATED April 10, 1997

Fuller-Jeffrey Broadcasting Corporation of Greater Des Moines

(merged corporation)

MUST BE COMPLETED FOR VOTE OF SHAREHOLDERS
I certify that I have custody of the minutes showing the above action by the shareholders.
Fuller-Jeffrey Broadcasting Corporation of Greater Des Moines
(name of corporation)
[Signature]
(signature of clerk, secretary or asst. secretary)

*By [Signature]
(signature)

Martin R. Lessard, Executive Vice President
(type or print name and capacity)

*By [Signature]
(signature)

Andrew L. Nichols, Assistant Secretary
(type or print name and capacity)

*This document **MUST** be signed by (1) the Clerk OR (2) the President or a vice-president *and* the Secretary or an assistant secretary, or such other officer as the bylaws may designate as a 2nd certifying officer OR (3) if there are no such officers, then a majority of the Directors or such directors as may be designated by a majority of directors then in office OR (4) if there are no such directors, then the Holders, or such of them as may be designated by the holders, of record of a majority of all outstanding shares entitled to vote thereon OR (5) the Holders of all of the outstanding shares of the corporation.