

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/17/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Media West - RDC, Inc.		12/17/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Gannett Co., Inc.
Street Address:	7950 Jones Branch Drive
City:	McLean
State/Country:	VIRGINIA
Postal Code:	22107
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	2359619	ROCHESTER DEMOCRAT AND CHRONICLE
Registration Number:	2359626	DEMOCRAT AND CHRONICLE
Registration Number:	3136222	SPARK

CORRESPONDENCE DATA

Fax Number: (202)776-4981
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: (202) 776-2806
 Email: trademark@dowlohnes.com
 Correspondent Name: Mario J. Weber
 Address Line 1: 1200 New Hampshire Avenue, N.W.
 Address Line 2: Suite 800
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

NAME OF SUBMITTER:	Mario J. Weber
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OP \$90.00 2359619

Signature:

/Mario J. Weber/

Date:

02/29/2008

Total Attachments: 4

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State of Delaware
Secretary of State
Division of Corporations
Delivered 04:32 PM 12/17/2007
FILED 04:32 PM 12/17/2007
SRV 071331735 - 0779395 FILE

CERTIFICATE OF OWNERSHIP AND MERGER**MERGING**

MEDIA WEST - OPP, INC.
MEDIA WEST - RDC, INC.

into

GANNETT CO., INC.,

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

Gannett Co., Inc., a corporation incorporated on the 23th day of February, 1972, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**Parent**"), hereby certifies as follows:

1. Parent owns 100% of the outstanding shares of capital stock of each of:

Media West - OPP, Inc., a corporation incorporated on the 6th day of March, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**OPP**"); and

Media West - RDC, Inc., a corporation incorporated on the 6th day of March, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**RDC**").

2. The Board of Directors of Parent, by resolution duly adopted at a meeting held on the 23rd day of October 2007, approved the mergers of each of OPP and RDC into Parent and adopted the resolutions attached to this Certificate of Ownership and Merger as Exhibit A.

3. Parent will be the surviving corporation in the merger and the name of the surviving corporation will continue to be "Gannett Co., Inc."

IN WITNESS WHEREOF, the Parent has caused this Certificate to be duly executed by an authorized officer this 17th day of December, 2007.

GANNETT CO., INC.

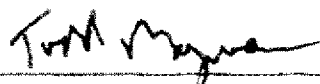
By: 
Name: Todd A. Mayman
Title: Vice President

EXHIBIT A
RESOLUTIONS
of the
BOARD OF DIRECTORS
of
GANNETT CO., INC.
(the "Corporation")

WHEREAS, management of the Corporation has recommended that the Media West subsidiaries be merged with and into their Gannett parent entities in order to simplify the Corporation's organizational structure.

WHEREAS, the Corporation owns all of the issued and outstanding capital stock of:

Media West – OPP, Inc. ("OPP"), and
Media West – RDC, Inc. ("RDC")

both of which are Delaware corporations; and

NOW, THEREFORE, BE IT RESOLVED, that pursuant to Section 253 of the Delaware General Corporation Law, OPP and RDC will merge with and into the Corporation (the "Mergers") in accordance with the Plans of Merger attached hereto (the "Plans of Merger");

RESOLVED, that the Board hereby authorizes, adopts and approves the Plans of Merger, including any exhibits thereto, and any and all other agreements referred to therein or contemplated thereby and required to be executed by and on behalf of the Corporation in connection therewith, and all the transactions described therein and contemplated thereunder, including, without limitation, the Mergers;

RESOLVED, that the Mergers shall be effective upon filing with the Secretary of State of the State of Delaware or at such other time as determined by the officers of the Corporation;

RESOLVED, that any officer of the Corporation be, and hereby is, authorized to do any and all acts on behalf of the Corporation, including signing documents and causing them to be filed in the appropriate state and county offices, which such officer may deem necessary or advisable to carry out the purpose and intentions of the foregoing resolutions and to effectuate the Mergers; and

RESOLVED, that all actions taken and all agreements, instruments, reports, documents and regulatory and other notices executed, delivered or filed through the date hereof, and all actions to be taken and all agreements, instruments, reports, documents and regulatory and other notices to be executed, delivered or filed after the date hereof, by the authorized officers of the Corporation, or any agents, attorneys, accountants and outside consultants of the Corporation in connection with or with respect to effectuating all or any of the foregoing resolutions hereby are authorized, approved, ratified and confirmed in all respects.

PLAN OF MERGER
OF
MEDIA WEST – OPP, INC.
WITH AND INTO
GANNETT CO., INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Co., Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – OPP, Inc., a Delaware corporation.
2. The name of the parent corporation is Gannett Co., Inc., a Delaware corporation.
3. Gannett Co., Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – OPP, Inc.
4. The subsidiary corporation, Media West – OPP, Inc. (the “**Merging Corporation**”), shall merge with and into the parent corporation, Gannett Co., Inc. (the “**Surviving Corporation**”), with Gannett Co., Inc. surviving the merger.
5. The manner and basis of converting the shares of the Merging Corporation are as follows:
 - (a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.
 - (b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.
 - (c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.
 - (d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.
5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.

PLAN OF MERGER
OF
MEDIA WEST – RDC, INC.
WITH AND INTO
GANNETT CO., INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Co., Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – RDC, Inc., a Delaware corporation.
2. The name of the parent corporation is Gannett Co., Inc., a Delaware corporation.
3. Gannett Co., Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – RDC, Inc.
4. The subsidiary corporation, Media West – RDC, Inc. (the “**Merging Corporation**”), shall merge with and into the parent corporation, Gannett Co., Inc. (the “**Surviving Corporation**”), with Gannett Co., Inc. surviving the merger.
5. The manner and basis of converting the shares of the Merging Corporation are as follows:
 - (a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.
 - (b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.
 - (c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.
 - (d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.
5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.