

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/25/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
FRANCHISE BUYER, INC.		08/25/2008	CORPORATION: NEW HAMPSHIRE

RECEIVING PARTY DATA

Name:	Franchise Solutions, Inc.
Street Address:	150 West Brambleton Avenue
City:	Norfolk
State/Country:	VIRGINIA
Postal Code:	23510
Entity Type:	CORPORATION: VIRGINIA

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	3030891	FRANCHISEBUYER

CORRESPONDENCE DATA

Fax Number: (404)541-4753
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: miskowitz@kilstock.com
 Correspondent Name: Alex Fonoroff / Kilpatrick Stockton LLP
 Address Line 1: 1100 Peachtree Street, Suite 2800
 Address Line 4: Atlanta, GEORGIA 30309-4530

ATTORNEY DOCKET NUMBER:	L9090-312212
NAME OF SUBMITTER:	Alex Fonoroff, Kilpatrick Stockton
Signature:	/alex fonoroff/

OP \$40.00 3030891

Date:

10/09/2008

Total Attachments: 7

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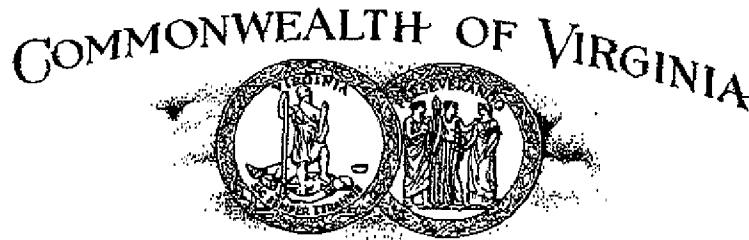
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THEODORE V. MORRISON, JR.
CHAIRMAN

MARK C. CHRISTIE
COMMISSIONER

JUDITH WILLIAMS JAGDMANN
COMMISSIONER



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

August 25, 2008

JEFFREY G ULLRICH
WILLCOX & SAVAGE PC
ONE COMMERCIAL PL STE 1800
NORFOLK, VA 23510

RE: Franchise Solutions, Inc.
ID: 0628798 - 1
DCN: 08-08-22-0504

Dear Customer:

This is your receipt for \$25.00, covering the fees for filing articles of merger with this office.

This is also your receipt for \$125.00 to cover the fee(s) for expedited service(s).

The effective date of the certificate of merger is August 25, 2008.

Each non-surviving entity:

FRANCHISE BUYER, INC. (A NH CORP NOT QUALIFIED IN
VA)

is merged into Franchise Solutions, Inc..

If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

Joel H. Peck
Clerk of the Commission

MERGRcpt
MERGACPT
CIS0375

Tyler Building, 1300 East Main Street, Richmond, VA 23219-3630
Clerk's Office (804) 371-9733 or (888) 722-2551 (toll-free in Virginia) www.scc.virginia.gov/division/clk
Telecommunications Device for the Deaf-TDD/Voice: (804) 371-9206

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**COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION**

AT RICHMOND, AUGUST 25, 2008

The State Corporation Commission finds the accompanying articles submitted on behalf of
Franchise Solutions, Inc.

comply with the requirements of law and confirms payment of all required fees. Therefore, it is
ORDERED that this

CERTIFICATE OF MERGER

be issued and admitted to record with the articles of merger in the Office of the Clerk of the
Commission, effective August 25, 2008. Each of the following:

**FRANCHISE BUYER, INC. (A NH CORP NOT QUALIFIED IN
VA)**

is merged into Franchise Solutions, Inc., which continues to exist under the laws of VIRGINIA
with the name Franchise Solutions, Inc., and the separate existence of each non-surviving entity
ceases.

STATE CORPORATION COMMISSION

By



Commissioner

MERGACPT
CIS0375
08-08-22-0504

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**ARTICLES OF MERGER
OF
FRANCHISE BUYER, INC., A NEW HAMPSHIRE CORPORATION,
WITH AND INTO
FRANCHISE SOLUTIONS, INC., A VIRGINIA CORPORATION**

The following Articles of Merger are submitted in accordance with Section 13.1-720 of the Code of Virginia, 1950, as amended:

ARTICLE I.

The name and state of incorporation of each of the constituent corporations involved in the merger contemplated by these Articles of Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
Franchise Buyer, Inc.	New Hampshire
Franchise Solutions, Inc.	Virginia

ARTICLE II.

The Plan of Merger, pursuant to which Franchise Buyer, Inc. (the Merging Corporation”) shall merge with and into Franchise Solutions, Inc. (the “Surviving Corporation”) is attached hereto as Exhibit A and made a part of these Articles of Merger (the “Plan of Merger”).

ARTICLE III.

The Plan of Merger was adopted by each of the Merging Corporation and the Surviving Corporation as follows:

1. After approval and submission to the sole shareholder of the Merging Corporation by its Board of Directors, in accordance with Section 293-A:11.03 of the New Hampshire Business Corporation Act, as amended, the Plan of Merger was approved and adopted by the sole shareholder of the Merging Corporation by record of action in writing dated as of August 14, 2008 in accordance with all applicable laws of the State of New Hampshire and with all constituent documents of the Merging Corporation.

2. After approval and submission to the sole shareholder of the Surviving Corporation by its Board of Directors, in accordance with Section 13.1-718 of the Code of Virginia, 1950, as amended, the Plan of Merger was approved and adopted by the sole shareholder of the Surviving Corporation by record of action in writing dated as of August 14, 2008 in accordance with all applicable laws of the Commonwealth of Virginia and with all constituent documents of the Surviving Corporation.

ARTICLE IV.

The foregoing Plan of Merger is permitted by the laws of the State of New Hampshire, under which the Merging Company is incorporated, and the Commonwealth of Virginia, under which the Surviving Company is incorporated. Each of the Merging Company and the Surviving Company has complied with all applicable provisions of the respective applicable law in authorizing and effecting the Merger, and all conditions required by the laws of the State of New Hampshire and the Commonwealth of Virginia will be satisfied in connection with the Merger.

ARTICLE V.


The merger contemplated by these Articles of Merger shall occur and be effective on the filing of these Articles of Merger and the issuance of a Certificate of Merger by the Virginia State Corporation Commission.

* * * * *

The undersigned declare that the facts herein stated are true as of August 14, 2008.


MERGING CORPORATION:

FRANCHISE BUYER, INC.,
a New Hampshire corporation

By:  (SEAL)
Guy R. Friddell, III, Vice President

SURVIVING CORPORATION:

FRANCHISE SOLUTIONS, INC.,
a Virginia corporation

By:  (SEAL)
Guy R. Friddell, III, Vice President

**PLAN OF MERGER
OF
FRANCHISE BUYER, INC., A NEW HAMPSHIRE CORPORATION,
WITH AND INTO
FRANCHISE SOLUTIONS, INC., A VIRGINIA CORPORATION**

1. Franchise Buyer, Inc., a New Hampshire corporation (the "Merging Corporation"), will merge with and into Franchise Solutions, Inc., a Virginia corporation (the "Surviving Corporation") (the "Merger").
2. The Merging Corporation is a wholly-owned subsidiary of the Surviving Corporation. The Surviving Corporation is a wholly-owned subsidiary of Landmark Communications, Inc., a Virginia corporation.
3. At the Effective Date (defined below), (a) each issued and outstanding share of capital stock of the Merging Corporation, as determined immediately before the Effective Date shall, by virtue of the Merger and without any action on the part of the holder thereof, be surrendered for cancellation and cancelled, and no additional shares of stock of the Surviving Corporation shall be issued or paid therefor, (b) all of the assets and liabilities of the Merging Corporation shall become assets and liabilities of the Surviving Corporation, and (c) the authorized, issued and outstanding shares of capital stock of the Surviving Corporation shall not be affected in any way by the Merger and shall constitute all of the authorized, issued and outstanding shares of capital stock of the Surviving Corporation from and after the Effective Date.
4. This Plan of Merger shall constitute a tax-free "plan of complete liquidation" within the meaning of Section 332 of the Internal Revenue Code, as amended.
5. The Articles of Incorporation and Bylaws of the Surviving Corporation at the Effective Date shall be the Articles of Incorporation and Bylaws of the Surviving Corporation

from and after the Effective Date unless and until amended or restated in accordance with applicable law.

6. The foregoing Plan of Merger is permitted by the laws of the State of New Hampshire, under which the Merging Corporation is incorporated, and by the laws of the Commonwealth of Virginia, under which the Surviving Corporation is incorporated. Each of the Merging Corporation and the Surviving Corporation has complied with all provisions of New Hampshire law and Virginia law in effecting the Merger, and all conditions required by the laws of the State of New Hampshire and the Commonwealth of Virginia will be satisfied in connection with the Merger.

7. This Plan of Merger may be terminated and the Merger abandoned at any time before the Effective Date by the consent in writing of either of the Merging Corporation or the Surviving Corporation.

8. The Merger shall occur and be effective (the "Effective Date") on the later of (i) filing of Articles of Merger with the Secretary of State of New Hampshire or (ii) filing of the Articles of Merger and the issuance of a Certificate of Merger by the Virginia State Corporation Commission.

END OF DOCUMENT