

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Chicago Tribune Company		10/29/2007	CORPORATION: ILLINOIS
RECEIVING PARTY DATA			
Name:	Metromix, LLC		
Street Address:	225 N. Michigan Avenue		
Internal Address:	Suite 1600		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60601		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	2272746	METROMIX	
Serial Number:	77133146	M	
CORRESPONDENCE DATA			
Fax Number:	(202)776-4981		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(202) 776-2876		
Email:	trademark@dowlohnes.com		
Correspondent Name:	Suzanne M. Underwald		
Address Line 1:	1200 New Hampshire Avenue, N.W.		
Address Line 2:	Suite 800		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036		
ATTORNEY DOCKET NUMBER:	02360.7551		
NAME OF SUBMITTER:	Suzanne M. Underwald		

OP \$65.00 2272746

Signature:	/Suzanne M. Underwald/
Date:	08/10/2009
Total Attachments: 5 source=Tribune Assignment and Assumption#page1.tif source=Tribune Assignment and Assumption#page2.tif source=Tribune Assignment and Assumption#page3.tif source=Tribune Assignment and Assumption#page4.tif source=Tribune Assignment and Assumption#page5.tif	

ASSIGNMENT AND ASSUMPTION AGREEMENT

This Assignment and Assumption Agreement (the "Agreement") dated as of October 29, 2007 is entered into by and among Tribune Company, a Delaware corporation ("Tribune Parent"), Tribune Interactive, Inc., a Delaware corporation ("Tribune Interactive"), Chicago Tribune Company, an Illinois corporation ("Chicago Tribune") and, collectively with Tribune Parent and Tribune Interactive, "Tribune") and Metromix LLC, a Delaware limited liability company ("Metromix").

WITNESSETH:

WHEREAS, Tribune owns certain assets, rights and properties utilized in or relating to Tribune's establishment of a national entertainment business under the Metromix brand name (the "Business");

WHEREAS, the parties hereto propose that the entire interest of Tribune in the Assets (as hereinafter defined) be transferred to Metromix as hereinafter provided, and that the Metromix Liabilities (as hereinafter defined) be assumed by Metromix;

[REDACTED]

[REDACTED]

NOW, THEREFORE, in consideration of the mutual agreements, provisions and covenants contained herein and other good and valuable consideration, the parties hereto agree as follows:

ARTICLE I

DEFINITIONS

The following meanings shall, unless the context otherwise requires, apply to the terms used in this Agreement:

[REDACTED]

[REDACTED]

“Assets” means the following assets of Tribune:

- (i) the Metromix trademarks and domain name registrations described on Schedule A (the “Assigned Intellectual Property”);
- (ii) the contracts related primarily to the operation of the Business described on Schedule B (the “Assigned Contracts”);
- (iii) all goodwill of the Business as a going concern;

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

ARTICLE II

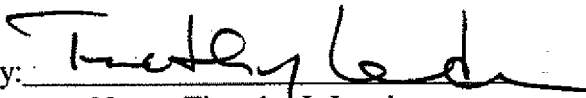
CONVEYANCE OF ASSETS TO METROMIX

2.1 Conveyance. For good and valuable consideration, the sufficiency and receipt of which are hereby acknowledged, Tribune does hereby contribute, transfer, convey, assign and deliver (collectively, "Transfer") to Metromix all of Tribune's right, title and interest in, to or under the Assets to have and to hold the Assets hereby Transferred, or intended so to be, unto Metromix, its successors and assigns, to and for its and their use forever;


[REDACTED]

IN WITNESS WHEREOF, this Agreement has been duly executed by the parties hereto.


TRIBUNE COMPANY

By: 
Name: Timothy J. Landon
Title: Authorized Officer

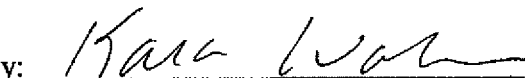
TRIBUNE INTERACTIVE, INC.

By: 
Name: Timothy J. Landon
Title: Authorized Officer

CHICAGO TRIBUNE COMPANY

By: 
Name: Timothy J. Landon
Title: Authorized Officer

METROMIX LLC

By: 
Name: Kara Walsh
Title: Chief Executive Officer

SCHEDULE A

Trademarks

METROMIX, U.S. Reg. 2, 272,746

M plus Design, U.S. Ser. No. 77,133,146

LIFE'S PLAYLIST, U.S. Ser. No. 77,224,565

LIFE'S PLAYLIST, RESHUFFLED, U.S. Ser. No. 77,224,578

SOCIAL PLAYLIST, U.S. Ser. No. 77,224,587

METROMIX & M Design (not yet filed)

Domain Name Registrations

metromix.com

metromix.jobs

metromix.info

metromix.biz

metromixlive.com

chicagometromix.com

chicagometromixlive.com