

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | | | |
|---|-------------------------------------|----------|-------------------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 11/18/2011 | | |
| CONVEYING PARTY DATA | | | |
| | Name | Formerly | Execution Date |
| | The Berry Company LLC | | 11/18/2011 |
| | | | LIMITED LIABILITY COMPANY: COLORADO |
| RECEIVING PARTY DATA | | | |
| Name: | Berry Agency LLC | | |
| Street Address: | 160 Inverness Drive West | | |
| City: | Englewood | | |
| State/Country: | COLORADO | | |
| Postal Code: | 80112 | | |
| Entity Type: | LIMITED LIABILITY COMPANY: DELAWARE | | |
| PROPERTY NUMBERS Total: 2 | | | |
| | Property Type | Number | Word Mark |
| | Registration Number: | 3618351 | I LOCAL INSIGHT YELLOW PAGES |
| | Registration Number: | 3508547 | LOCAL INSIGHT YELLOW PAGES |
| CORRESPONDENCE DATA | | | |
| Fax Number: | | | |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | | | |
| Phone: | 303-473-2700 | | |
| Email: | docket@hollandhart.com | | |
| Correspondent Name: | Tracy B. Gray | | |
| Address Line 1: | PO Box 8749 | | |
| Address Line 2: | ATTN: Trademark Docketing | | |
| Address Line 4: | Denver, COLORADO 80201 | | |
| ATTORNEY DOCKET NUMBER: | 78314.0001 | | |

| | |
|--|-----------------|
| NAME OF SUBMITTER: | Tracy B. Gray |
| Signature: | /Tracy B. Gray/ |
| Date: | 08/20/2012 |
| Total Attachments: 5 source=CO Statement of Merger - The Berry Company LLC into The Berry Agency LLC#page1.tif source=CO Statement of Merger - The Berry Company LLC into The Berry Agency LLC#page2.tif source=CO Statement of Merger - The Berry Company LLC into The Berry Agency LLC#page3.tif source=CO Statement of Merger - The Berry Company LLC into The Berry Agency LLC#page4.tif source=CO Statement of Merger - The Berry Company LLC into The Berry Agency LLC#page5.tif | |

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ABOVE SPACE FOR OFFICE USE ONLY

**Statement of Merger
 (Surviving Entity is a Foreign Entity)**

filed pursuant to § 7-90-203.7 and § 7-90-204.5 of the Colorado Revised Statutes (C.R.S.)

1. For each merging entity, its ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

(Caution: At least one merging entity must be an entity formed under the laws of Colorado.)

| | | | |
|--|--|------------------------------------|---------------------------------------|
| ID Number | <u>20081278393</u> <input type="checkbox"/> | | |
| | <i>(Colorado Secretary of State ID number)</i> | | |
| Entity name or true name | <u>The Berry Company LLC</u> <input type="checkbox"/> | | |
| Form of entity | <u>Limited Liability Company</u> <input type="checkbox"/> | | |
| Jurisdiction | <u>Colorado</u> <input type="checkbox"/> | | |
| <u>Street</u> address | <u>188 Inverness Drive West</u> <input type="checkbox"/> | | |
| | <i>(Street number and name)</i> | | |
| | <u>Suite 800</u> <input type="checkbox"/> | | |
| | <u>Englewood</u> <input type="checkbox"/> | <u>CO</u> <input type="checkbox"/> | <u>80112</u> <input type="checkbox"/> |
| | <i>(City)</i> | <i>(State)</i> | <i>(ZIP/Postal Code)</i> |
| | <u>USA</u> <input type="checkbox"/> | | |
| | <i>(Province - if applicable)</i> | <i>(Country)</i> | |
| <u>Mailing</u> address | _____ <input type="checkbox"/> | | |
| (leave blank if same as street address) | <i>(Street number and name or Post Office Box information)</i> | | |
| | _____ | _____ | _____ |
| | <i>(City)</i> | <i>(State)</i> | <i>(ZIP/Postal Code)</i> |
| | _____ | _____ | |
| | <i>(Province - if applicable)</i> | <i>(Country)</i> | |

| | | | |
|--------------------------|--|--|--|
| ID Number | _____ | | |
| | <i>(Colorado Secretary of State ID number)</i> | | |
| Entity name or true name | _____ | | |
| Form of entity | _____ | | |

Jurisdiction _____

Street address _____
(Street number and name)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) USA (Country)

Mailing address
(leave blank if same as street address) _____
(Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

ID Number _____
(Colorado Secretary of State ID number)

Entity name or true name _____

Form of entity _____

Jurisdiction _____

Street address _____
(Street number and name)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

Mailing address
(leave blank if same as street address) _____
(Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)

(Province - if applicable) (Country)

(If the following statement applies, adopt the statement by marking the box and include an attachment.)
 There are more than three merging entities and the ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and the principal address of each additional merging entity is stated in an attachment.

2. For the surviving entity which is a foreign entity, its entity ID number (if applicable), entity name or true name, form of entity, jurisdiction under the law of which it is formed, and principal address are

(Caution: The surviving entity cannot be an entity formed under the laws of Colorado.)

ID Number _____
(Colorado Secretary of State ID number)

Entity name or true name Berry Agency LLC +

Form of entity Limited Liability Company +

Jurisdiction Delaware +

Street address 160 Inverness Drive, West +
(Street number and name)

Suite 400 +

Englewood + CO + 80112 +
(City) (State) (ZIP/Postal Code)

USA +
(Province – if applicable) (Country)

Mailing address
 (leave blank if same as street address) (Street number and name or Post Office Box information)

(City) (State) (ZIP/Postal Code)
(Province – if applicable) (Country)

3. Each merging entity has been merged into the surviving foreign entity.

4. (If the following statement applies, adopt the statement by marking the box and state the appropriate document number(s).)

One or more of the merging entities is a registrant of a trademark described in a filed document in the records of the secretary of state and the document number of each filed document is

Document number _____
 Document number _____
 Document number _____

(If the following statement applies, adopt the statement by marking the box and include an attachment.)

There are more than three trademarks and the document number of each additional trademark is stated in an attachment.

5. (Mark the applicable box and complete the statement. **Caution:** Mark only one box.)

The surviving foreign entity maintains a registered agent in this state.

OR

The surviving foreign entity does not maintain a registered agent in this state and service of process may be addressed to the entity and mailed to the principal address pursuant to section 7-90-704 (2), C.R.S.

OR

The surviving foreign entity has not maintained a registered agent in this state and appoints a registered agent to accept service pursuant to section 7-90-204.5, C.R.S. The person appointed as registered agent has consented to being so appointed. Such registered agent's name and address are

Name
 (if an individual) _____
(Last) (First) (Middle) (Suffix)

OR

(if an entity) _____
(Caution: Do not provide both an individual and an entity name.)

Street address _____
(Street number and name)

_____ CO _____
(City) (State) (ZIP Code)

Mailing address
(leave blank, if same as street address) _____
(Street number and name or Post Office Box information)

_____ CO _____
(City) (State) (ZIP Code)

6. *(If applicable, adopt the following statement by marking the box and include an attachment.)*

This document contains additional information as provided by law.

7. *(Caution: Leave blank if the document does not have a delayed effective date. Stating a delayed effective date has significant legal consequences. Read instructions before entering a date.)*

(If the following statement applies, adopt the statement by entering a date and, if applicable, time using the required format.)

The delayed effective date and, if applicable, time of this document are _____
(mm/dd/yyyy hour:minute am/pm)

Notice:

Causing this document to be delivered to the Secretary of State for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that such document is such individual's act and deed, or that such individual in good faith believes such document is the act and deed of the person on whose behalf such individual is causing such document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S. and, if applicable, the constituent documents and the organic statutes, and that such individual in good faith believes the facts stated in such document are true and such document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the Secretary of State, whether or not such individual is identified in this document as one who has caused it to be delivered.

8. The true name and mailing address of the individual causing this document to be delivered for filing are

Fischer John S
(Last) (First) (Middle) (Suffix)

160 Inverness Drive, West
(Street number and name or Post Office Box information)

Suite 400

Englewood CO 80112
(City) (State) (ZIP/Postal Code)

_____ USA
(Province - if applicable) (Country)

(If applicable, adopt the following statement by marking the box and include an attachment.)

This document contains the true name and mailing address of one or more additional individuals causing the document to be delivered for filing.

Disclaimer:

This form/cover sheet, and any related instructions, are not intended to provide legal, business or tax advice, and are furnished without representation or warranty. While this form/cover sheet is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form/cover sheet. Questions should be addressed to the user's legal, business or tax advisor(s).