

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM345834

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Gannett Pacific Corporation		04/22/2015	CORPORATION: HAWAII
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Gannett Pacific LLC		
<b>Street Address:</b>	7950 Jones Branch Drive		
<b>City:</b>	McLean		
<b>State/Country:</b>	VIRGINIA		
<b>Postal Code:</b>	22107		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: HAWAII		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2017084	ASHEVILLE CITIZEN-TIMES	
<b>Registration Number:</b>	2058490	GREENVILLE ONLINE	
<b>Registration Number:</b>	2915618	GREENVILLEONLINE	
<b>Registration Number:</b>	2320946	THE GREENVILLE NEWS	
<b>Registration Number:</b>	2752634	THE LEAF-CHRONICLE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2028427899		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2028427800		
<b>Email:</b>	trademarks@cooley.com		
<b>Correspondent Name:</b>	Peter J. Willsey		
<b>Address Line 1:</b>	1299 Pennsylvania Avenue, N.W.		
<b>Address Line 2:</b>	Cooley LLP		
<b>Address Line 4:</b>	Washington, D.C. 20004		
<b>ATTORNEY DOCKET NUMBER:</b>	502360-20000		
<b>NAME OF SUBMITTER:</b>	Cheryl Fountain/Sr. TM Paralegal		
<b>SIGNATURE:</b>	/cheryllfountain/		
<b>DATE SIGNED:</b>	06/25/2015		

CH \$140.00 2017084

**Total Attachments: 6**

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FORM X-10  
4/2012



Nonrefundable Filing Fee: \$100.00  
\*Nonprofit: \$50.00

STATE OF HAWAII  
DEPARTMENT OF COMMERCE AND CONSUMER  
AFFAIRS

Business Registration Division  
335 Merchant Street

Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810  
Phone No. (808) 586-2727

FILED 04/22/2015 12:17 PM  
Business Registration Division  
DEPT. OF COMMERCE AND  
CONSUMER AFFAIRS  
State of Hawaii

ARTICLES OF CONVERSION

(Section 414-272, 415A-16.6, 425-193, 425B-1103, 428-902.6, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, submitting these Articles of Conversion, certify as follows:

1. The converting (original) entity was (check one):

- Profit Corp.       Professional Corp.       General Partnership       Limited Partnership
- LLC       LLP (If LLP must also check General Partnership)       LLLP

2. The name and state/country of incorporation/formation/organization or qualification of the converting entity was:

Gannett Pacific Corporation	24190 D1	Hawaii
(Type/Print Entity Name)		(State or Country)

3. The converted (new) entity is (check one):

- Profit Corp.       Professional Corp.       Nonprofit Corp.       General Partnership       Limited Partnership
- LLC       LLP (If LLP must also check General Partnership)       LLLP

4. The name and state/country of incorporation/formation/organization or qualification of the converted entity is:

Gannett Pacific LLC	Hawaii
(Type/Print Entity Name)	(State or Country)

5. The Plan of Conversion has been approved in accordance to Section 414-271, 415A-16.5, 414D-202, 425-192, 425B-1102, 428-902.5, as applicable.

6. An executed Plan of Conversion is on file at the principal place of business of the converting entity whose address is:

c/o Gannett Co., Inc., 7950 Jones Branch Drive, McLean, Virginia 22102

7. A copy of the Plan of Conversion shall be furnished by the converting entity prior to the conversion or by the converted entity after the conversion on written request and without cost, to any shareholder, partner, member, or owner of the converting entity or the converted entity.

FORM X-10  
4/2012

8. Complete the applicable section. The Plan of Conversion was approved by the converting entity as follows:

A. By vote of the shareholders of the converting domestic profit/professional corporation:

Number of Shares Outstanding	Class/Series	Number of Shares Voting For Conversion	Number of Shares Voting Against Conversion
500	Common shares	500	0

OR

B. By vote of the converting domestic limited liability company:

Total Number of Authorized Votes	Number of Votes For the Conversion	Number of Votes Against the Conversion

OR

C.  The converting entity was a foreign profit corporation, a foreign limited liability company, a foreign limited partnership, a foreign limited liability limited partnership, a domestic or a foreign general partnership, or a domestic or foreign limited liability partnership. The approval of the Plan of Conversion was duly authorized and complied with the laws under which the converting entity was incorporated, formed, organized, or qualified.

OR

D.  The converting entity was a domestic limited partnership or a domestic limited liability limited partnership and that a majority of the general partners have agreed to the conversion.

9. The conversion is effective on the date and time of filing the Articles of Conversion or at a later date and time, no more than 30 days after the filing, if so stated. Check one of the following statements:

Conversion is effective on the date and time of filing the Articles of Conversion.

Conversion is effective on April 22<sup>nd</sup>, at ~~10:00 am~~ <sup>12:00PM</sup>, Hawaiian Standard Time, which date is not later than 30 days after the filing of the Articles of Conversion.

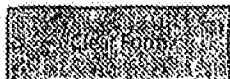
I/we certify under the penalties of Section 414-20, 415A-25, 414D-12, 425-13, 425-172, 425E-208, and 428-1302, Hawaii Revised Statutes, as applicable, that I/we have read the above statements, I/we are authorized to sign this Articles of Conversion, and that the above statements are true and correct.

Signed this 22<sup>nd</sup> day of April, 2015

Kevin Polchow, Asst. Treasurer  
(Type/Print Name & Title)

  
(Signature)

SEE INSTRUCTIONS ON REVERSE SIDE. The articles must be signed by an officer, partner, or other duly authorized representative of the converting entity.



STATE OF HAWAII  
DEPARTMENT OF COMMERCE AND  
CONSUMER AFFAIRS  
Business Registration Division  
335 Merchant Street  
Mailing Address: P.O. Box 40, Honolulu,  
Hawaii 96810  
Phone No. (808) 586-2727



**ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY**  
(Section 428-203, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK

The undersigned, for the purpose of forming a limited liability company under the laws of the State of Hawaii, do hereby make and execute these Articles of Organization:

I  
The name of the company shall be:

Gannett Pacific LLC

(The name must contain the words Limited Liability Company or the abbreviation L.L.C. or LLC)

II

The mailing address of the initial principal office is:

c/o Gannett Co., Inc. , 7950 Jones Branch Drive, McLean, Virginia 22102

III

The company shall have and continuously maintain in the State of Hawaii a registered agent who shall have a business address in this State. The agent may be an individual who resides in this State, a domestic entity or a foreign entity authorized to transact business in this State.

a. The name (and state or country of incorporation, formation or organization, if applicable) of the company's registered agent in the State of Hawaii is:

The Corporation Company, Inc. 48774 D1 Hawaii  
(Name of Registered Agent) (State or Country)

b. The street address of the place of business of the person in State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered is:

1136 Union Mall, Suite 301 Honolulu, HI 96813



FORM LLC-1  
7/2010

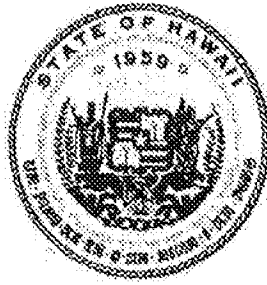
We certify, under the penalties set forth in the Hawaii Uniform Limited Liability Company Act, that we have read the above statements, I am authorized to sign this Articles of Organization, and that the above statements are true and correct to the best of our knowledge and belief.

Signed this 22<sup>nd</sup> day of April, 2015.

Kevin Polchow

\_\_\_\_\_  
(Type/Print Name of Organizer)

  
\_\_\_\_\_  
(Signature of Organizer)



## Department of Commerce and Consumer Affairs

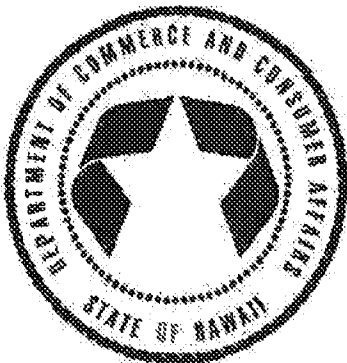
### CERTIFICATE OF CONVERSION

I, CATHERINE P. AWAKUNI COLÓN, Director of Commerce and Consumer Affairs of the State of Hawaii, do hereby certify that pursuant to the Articles of Conversion of GANNETT PACIFIC CORPORATION, a Hawaii profit corporation, filed in this department on April 22, 2015, in accordance with the Hawaii Revised Statutes, GANNETT PACIFIC CORPORATION is hereby converted to GANNETT PACIFIC LLC, a Hawaii limited liability company, and that the conversion became effective on April 22, 2015, at 12:00 p.m., Hawaiian Standard Time.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Department of Commerce and Consumer Affairs, at Honolulu, State of Hawaii, this 22nd day of April, 2015.

*Catherine P. Awakuni Colon*

Director of Commerce and Consumer  
Affairs



TRADEMARK