

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM459571

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME
<b>EFFECTIVE DATE:</b>	01/01/2018
<b>SEQUENCE:</b>	1

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Hemmings Motor News, Inc.		12/11/2017	Corporation: VERMONT

## NEWLY MERGED ENTITY DATA

Name	Execution Date	Entity Type
Business Journal Publications, Inc.	12/11/2017	Corporation: FLORIDA

## MERGED ENTITY'S NEW NAME (RECEIVING PARTY)

<b>Name:</b>	American City Business Journals Inc.
<b>Street Address:</b>	120 WEST MOREHEAD STREET
<b>Internal Address:</b>	Suite 400
<b>City:</b>	Charlotte
<b>State/Country:</b>	NORTH CAROLINA
<b>Postal Code:</b>	28202
<b>Entity Type:</b>	Corporation: DELAWARE

## PROPERTY NUMBERS Total: 16

Property Type	Number	Word Mark
<b>Registration Number:</b>	3163096	HEMMINGS CLASSIC CAR
<b>Registration Number:</b>	4446538	HEMMINGS CLASSIC CAR
<b>Serial Number:</b>	86826785	HEMMINGS GARAGE
<b>Registration Number:</b>	1059232	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	4450202	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	5204364	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	5199514	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	5204362	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	5199513	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	5199511	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	5199510	HEMMINGS MOTOR NEWS
<b>Registration Number:</b>	2903767	HEMMINGS MUSCLE MACHINES

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	4446539	HEMMINGS MUSCLE MACHINES
Registration Number:	3159611	HEMMINGS SPORTS & EXOTIC CAR
Registration Number:	4446537	HEMMINGS SPORTS & EXOTIC CAR
Registration Number:	3031676	MUSCLEPALOOZA

**CORRESPONDENCE DATA**

**Fax Number:** 2123817070  
*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.*  
**Phone:** 2123817070  
**Email:** egisolfi@sabinfirm.com  
**Correspondent Name:** Eric Gisolfi  
**Address Line 1:** One World Trade Center  
**Address Line 2:** Sabin Bermant & Gould LLP  
**Address Line 4:** New York, NEW YORK 10007

<b>NAME OF SUBMITTER:</b>	Eric Gisolfi
<b>SIGNATURE:</b>	/eric gisolfi/
<b>DATE SIGNED:</b>	01/26/2018

**Total Attachments: 11**  
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STATE OF VERMONT  
OFFICE OF SECRETARY OF STATE

I, James C. Condos, Vermont Secretary of State, do hereby certify that according to the record of this office

**HEMMINGS MOTOR NEWS, INC.**

a Vermont Company merged into

**BUSINESS JOURNAL PUBLICATIONS, INC.**

a Florida Company

effective in this office on January 04, 2018

The name of the surviving company after merger is:

**BUSINESS JOURNAL PUBLICATIONS, INC.**

a Florida Company



01/16/2018

Given under my hand and the seal  
of the State of Vermont, at  
Montpelier, the State Capital

A handwritten signature in cursive script that reads "James C. Condos".

James C. Condos  
Secretary of State

**VERMONT SECRETARY OF STATE****Corporations Division**

MAILING ADDRESS: Vermont Secretary of State, 128 State Street, Montpelier, VT 05633-1104  
DELIVERY ADDRESS: Vermont Secretary of State, 128 State Street, Montpelier, VT 05633-1104  
PHONE: 802-828-2386 WEBSITE: www.sec.state.vt.us

**MERGER**

FILING NUMBER: 0002324952

FILING DATE: 1/4/2018

EFFECTIVE DATE: 1/4/2018

NON SURVIVAL BUSINESS INFORMATION	
BUSINESSID	123670
BUSINESS NAME	HEMMINGS MOTOR NEWS, INC.

SERVICE OF PROCESS INFORMATION	
NAME	Business Journal Publications, Inc.

SERVICE OF PROCESS PHYSICAL ADDRESS			
STREET ADDRESS	120 West Morehead Street, Suite 400	CITY	Charlotte
STATE	NC	ZIP CODE	28202
COUNTRY	USA		

SERVICE OF PROCESS MAILING ADDRESS			
STREET ADDRESS	120 West Morehead Street, Suite 400	CITY	Charlotte
STATE	NC	ZIP CODE	28202
COUNTRY	USA		



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FILING NUMBER: 0002324952  
FILED DATE: 1/4/2018 12:04:05 PM  
EFFECTIVE DATE: 1/4/2018

VTSDS-CORPS. DIV.  
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ARTICLES OF MERGER

0123670

OF

HEMMINGS MOTOR NEWS, INC.

INTO

BUSINESS JOURNAL PUBLICATIONS, INC.

To the Secretary of State  
State of Vermont

Pursuant to the provisions of the Vermont Business Corporation Act governing the merger of a domestic wholly-owned subsidiary business corporation into its foreign parent business corporation, the foreign parent business corporation hereinafter named does hereby submit the following articles of merger.

1. The name of the subsidiary corporation, which is a business corporation organized under the laws of the State of Vermont, is Hemmings Motor News, Inc.

2. The name of the parent corporation, which is a business corporation organized under the laws of the State of Florida, is Business Journal Publications, Inc.

3. The number of outstanding shares of Hemmings Motor News is 1,000 shares with \$.01 par value, all of which are of one class, and all of which are owned by Business Journal Publications, Inc.

4. The following is the Plan of Merger for merging Hemmings Motor News, Inc. into Business Journal Publications, Inc. as approved by resolution of the Board of Directors of Business Journal Publications, Inc.

"1. Business Journal Publications, Inc., which is a business corporation of the State of Florida and is the owner of all of the outstanding shares of Hemmings Motor News, Inc., which is a business corporation of the State of Vermont, hereby merges Hemmings Motor News, Inc. into Business Journal Publications, Inc. pursuant to the provisions of the Vermont Business Corporation Act and pursuant to the provisions of Florida Business Corporation Act.

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VERMONT SECRETARY OF STATE

Corporations Division

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DELIVERY ADDRESS: Vermont Secretary of State, 128 State Street, Montpelier, VT 05633-1104

PHONE: 822-628-3386

WEBSITE: www.sec.state.vt.us

FILING NUMBER:0002324952  
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EFFECTIVE DATE: 1/4/2018

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JAN 4 2018 PM 12:56

- "2. The separate existence of Hemmings Motor News, Inc. shall cease at the effective time and date of the merger pursuant to the provisions of the Vermont Business Corporation Act; and Business Journal Publications, Inc. shall continue its existence as the surviving corporation pursuant to the provisions of Florida Business Corporation Act.
- "3. The articles of incorporation of Business Journal Publications, Inc. are not amended in any respect by this Plan of Merger.
- "4. The issued shares of Hemmings Motor News, Inc. shall not be converted or exchanged in any manner, but each said share which is issued at the effective time and date of the merger shall be surrendered and extinguished.
- "5. Each share of Business Journal Publications, Inc. outstanding immediately prior to the effective time and date of the merger is to be an identical outstanding or treasury or unissued share of Business Journal Publications, Inc. upon at the effective time and date of the merger.
- "6. No shares of Business Journal Publications, Inc. and no shares, securities, or obligations convertible into such shares are to be issued or delivered under this Plan of Merger.
- "7. The Board of Directors and the proper officers of Business Journal Publications, Inc. are hereby authorized, empowered, and directed to do any and all acts and things, and to make, execute, deliver, file, and/or record any and all instruments, papers, and documents which shall be or become necessary, proper, or convenient to carry out or put into effect any of the provisions of this Plan of Merger or of the merger herein provided for."

5. Business Journal Publications, Inc. in its capacity as the holder of all of the outstanding shares of Hemmings Motor News, Inc. waived the mailing of a copy of the Plan of Merger to Business Journal Publications, Inc. otherwise provided for under the provisions of Section 11.04 of the Vermont Business Corporation Act.

6. The laws of the jurisdiction of organization of Business Journal Publications, Inc. permit a merger of a wholly-owned subsidiary business corporation of another jurisdiction into a parent business corporation of the jurisdiction of organization of Business Journal Publications, Inc.; and the

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merger of Hemmings Motor News, Inc. into Business Journal Publications, Inc. is in compliance with the laws of the jurisdiction of organization of Business Journal Publications, Inc.

7. Shareholder approval was not required.

8. The street and mailing address of an office that the Secretary of State may use for service of process pursuant to subsection 5.04(b) of the Vermont Business Corporation Act is 120 West Morehead Street, Suite 400, Charlotte, North Carolina 28202.

9. The effective time and date of the merger herein provided for in the State of Vermont shall be upon filing the articles of merger with the Secretary of State of Vermont.

Executed on December 11, 2017.

HEMMINGS MOTOR NEWS, INC.

By: Steven Newhouse  
Name of officer: Steven O. Newhouse  
Title of officer: Vice President

BUSINESS JOURNAL PUBLICATIONS, INC.

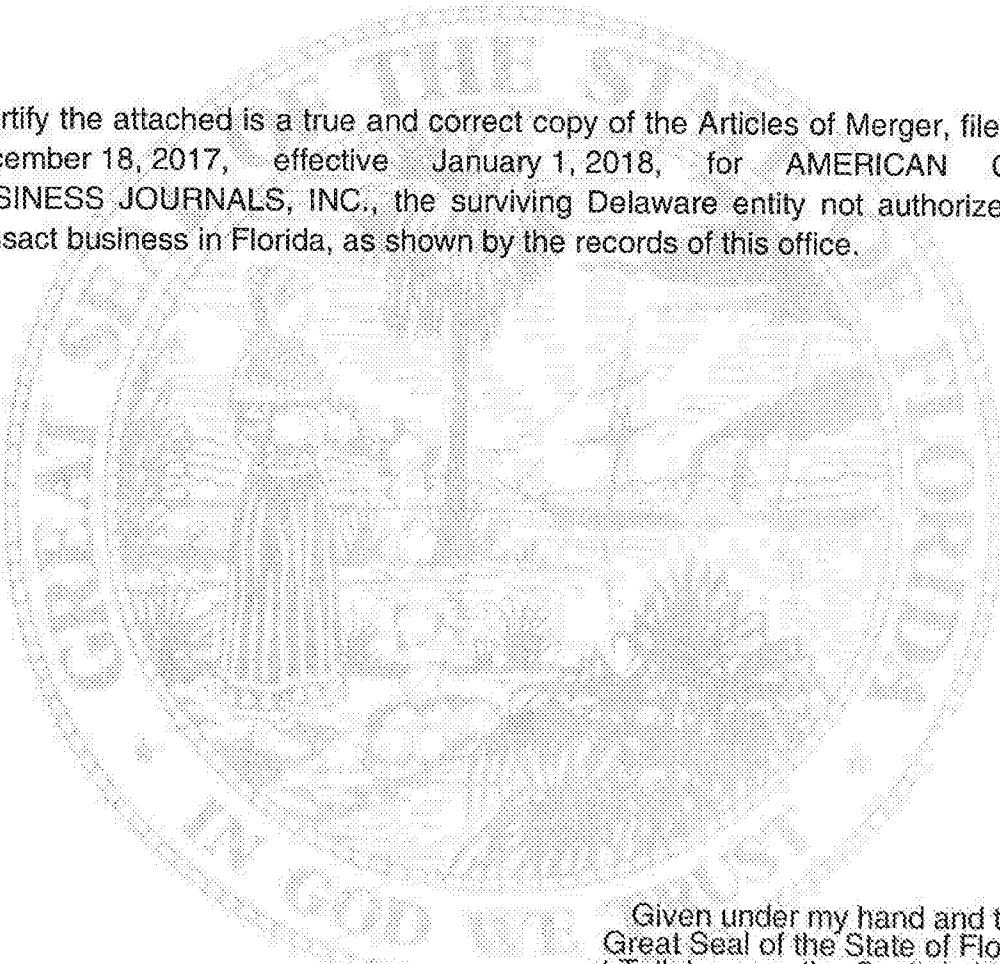
By: Michael A. Newhouse  
Name of officer: Michael A. Newhouse  
Title of officer: Vice President

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Merger, filed on December 18, 2017, effective January 1, 2018, for AMERICAN CITY BUSINESS JOURNALS, INC., the surviving Delaware entity not authorized to transact business in Florida, as shown by the records of this office.



Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Nineteenth day of December, 2017



CR2EO22 (1-11)

*Ken Detzner*

Ken Detzner  
Secretary of State



**ARTICLES OF MERGER**  
(Profit Corporations)

FILED

The following articles of merger are submitted in accordance with the Florida Business Corporation Act, 2011 DEC 18 10:00 AM, 2018, pursuant to section 607.1105, Florida Statutes.

First: The name and jurisdiction of the surviving corporation:

CORPORATION  
TALLAHASSEE, FLORIDA

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
American City Business Journals, Inc.	Delaware	

Second: The name and jurisdiction of each merging corporation:

<u>Name</u>	<u>Jurisdiction</u>	<u>Document Number</u> (If known/ applicable)
American City Business Journals, Inc.	Delaware	
Business Journal Publications, Inc.	Florida	S87623

Third: The Plan of Merger is attached.

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State.

OR 01 / 01 / 2018 (Enter a specific date. NOTE: An effective date cannot be prior to the date of filing or more than 90 days after merger file date.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Fifth: Adoption of Merger by surviving corporation - (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the surviving corporation on \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the surviving corporation on December / , 2017 and shareholder approval was not required.

Sixth: Adoption of Merger by merging corporation(s) (COMPLETE ONLY ONE STATEMENT)

The Plan of Merger was adopted by the shareholders of the merging corporation(s) on \_\_\_\_\_

The Plan of Merger was adopted by the board of directors of the merging corporation(s) on December / , 2017 and shareholder approval was not required.

(Attach additional sheets if necessary)

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature of an Officer or  
Director

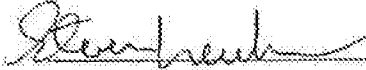
Typed or Printed Name of Individual & Title

American City Business  
Journals, Inc.



Michael A. Newhouse - Vice President

Business Journal  
Publications, Inc.



Steven O. Newhouse - Vice President

TRADEMARK

REEL: 006258 FRAME: 0279

PLAN OF MERGER  
OF  
BUSINESS JOURNAL PUBLICATIONS, INC.  
(a Florida corporation)  
INTO  
AMERICAN CITY BUSINESS JOURNALS, INC.  
(a Delaware corporation)  
\* \* \* \* \*

FIRST: (a) The name and state of each of the constituent corporations wishing to merge is Business Journal Publications, Inc., a Florida corporation, and American City Business Journals, Inc., a Delaware corporation (the "Constituent Corporations").

(b) The name of the surviving corporation is American City Business Journals, Inc. a Delaware corporation (the "Surviving Corporation").

SECOND: The terms and conditions of the merger are as follows:

(a) The Certificate of Incorporation and the By-Laws of the Surviving Corporation as they shall exist on the effective date of this Agreement of Merger shall be and remain the Certificate of Incorporation and the By-Laws of the Surviving Corporation until the same shall be altered, amended and repealed as therein provided.

(b) The directors and officers of the Surviving Corporation shall continue in office until the next annual meeting of stockholders and until their successors shall have been elected and qualified.

THIRD: The capital stock of each entity which is a party to the merger is as follows:

<u>Entity</u>	<u>Number of Shares</u>
Business Journal Publications, Inc. (a Florida corporation)	1,000 shares with \$.10 par value
American City Business Journals, Inc. (a Delaware corporation)	10 shares with \$1.00 par value

FOURTH: Upon the effective date of the merger, the shares of Business Journal Publications, Inc. shall not be converted in any manner, but shall be surrendered and extinguished.

FIFTH: The Surviving Corporation shall assume and be liable for all the liabilities and obligations of Business Journal Publications, Inc.

SIXTH: The effective date and time of the merger shall be 12:04 a.m. on January 1, 2018.

Dated: December 1, 2017



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 19, 2017

CSC  
ROXANNE TURNER

The Articles of Merger were filed on December 18, 2017, effective January 1, 2018, for AMERICAN CITY BUSINESS JOURNALS, INC., the surviving Delaware entity not authorized to transact business in Florida.

The certification you requested is enclosed.

Should you have any further questions regarding this matter, please feel free to call (850) 245-6050, the Amendment Filing Section.

Tracy L Lemieux  
Regulatory Specialist II  
Division of Corporations

Letter Number: 417A00025581

Account number: I20000000195

Amount charged: 78.75

[www.sunbiz.org](http://www.sunbiz.org)

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

**TRADEMARK**

RECORDED: 01/26/2018

REEL: 006258 FRAME: 0282