

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM492590

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	01/01/2018
SEQUENCE:	2

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
The Birmingham News Company	FORMERLY Advance Media Southeast LLC	01/01/2018	Corporation: ALABAMA

RECEIVING PARTY DATA

Name:	Advance Local Media LLC
Street Address:	One World Trade Center
City:	New York
State/Country:	NEW YORK
Postal Code:	10007
Entity Type:	Limited Liability Company: NEW YORK

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Serial Number:	87662402	WHITMAN, ALABAMA

CORRESPONDENCE DATA

Fax Number:

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: 2122868246
Email: trademarks@advance.com
Correspondent Name: Eric E Gisolfi
Address Line 1: One World Trade Center
Address Line 4: New York, NEW YORK 10007

ATTORNEY DOCKET NUMBER:	ALM - Merger/reorg
NAME OF SUBMITTER:	Eric Gisolfi
SIGNATURE:	/eric gisolfi/
DATE SIGNED:	10/03/2018

Total Attachments: 9

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NACS

STATE OF ALABAMA

CERTIFICATE OF MERGER

PURPOSE: In order to merge one or more entities – foreign or domestic - (merging entities which will cease to exist as an entity in Alabama) into another entity - domestic or foreign - the entities must deliver to the Office of the Alabama Secretary of State a Certificate of Merger pursuant to Section 10A, Chapter 1, Article 8, Code of Alabama 1975.

INSTRUCTIONS: Mail one (1) signed copy and as many additional signed copies as there are counties of formation that must be notified of this completed Certificate of Merger (any entity formed in Alabama will need a copy for the county in which it was formed and a check to that county), the filing fee of \$100.00 for standard processing or \$200.00 for expedited processing (credit card, check, or money order) to the Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616 and the checks to the appropriate Probate Offices (you must contact the county Probate Offices to determine the county fees required) must also be included in the submission package. The merger will not be filed if the credit card does not authorize and will be removed from the index if the check is dishonored. If you desire a stamped copy of the filing for your records, you must include an additional copy and a prepaid preaddressed envelope.

Alabama Sec. Of State	Merger 001-925	Date 12/26/2017	Time 17:00	9 PG	File \$100.00	Ackn \$-.00	Exp \$100.00	Total \$200.00
								07/002

(For SOS Office Use Only)

The information completing this form must be typed (handwritten submissions will be rejected). Faxed or emailed filings will not be acknowledged, processed, or returned.

1. Information on the merging entity (this is the entity which will cease to exist/terminating entity):

The name of the entity as formed/registered in Alabama (if not registered the legal name in the jurisdiction of formation/authority):

The Birmingham News Company

The Alabama Entity ID number: 002 - 602 (Format 000-000) *

The entity was formed in Jefferson county, Alabama on 12 / 02 / 1955 (MM/DD/YYYY).

OR

The foreign entity is not currently registered to do business in Alabama:

The Public Office (county courthouse, Secretary of State, governmental authority) and address of that office where formation documents are filed for the entity formed outside of Alabama:

Additional merging entities attached – must provide same information as above.

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DATE

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CERTIFICATE OF MERGER

2. Information on the surviving entity (this is the entity which will continue to exist):

The name of the entity as formed/registered in Alabama (if not registered the legal name in the jurisdiction of formation/authority):

Advance Local Media LLC

The Alabama Entity ID number: _____ - _____ (Format 000-000) *

The entity was formed in _____ county, Alabama on ____ / ____ / ____ (MM/DD/YYYY).

OR

[] The surviving entity is a Alabama domestic entity, which is not registered or is not required to register. This will result in all merging entities merging out of existence and no surviving entity registered to do business in Alabama.

[x] The surviving entity is a foreign entity which is not registered and therefore not qualified to do business in Alabama. This will result in all merging entities merging out of existence and no surviving entity registered to do business in Alabama.

Required for entities formed outside of Alabama or Domestic Entities Not Registered with the Alabama Secretary of State

The Public Office (county courthouse, Secretary of State, governmental authority) and address of that office where formation documents are filed for the entity formed outside of Alabama:

New York State, Department of State, Divisions of Corporations, One Commerce Plaza, 99 Washington Avenue, Albany, NY 12231-0001. New York County Courthouse, 60 Centre Street, New York, NY 10007

3. The effective date of the merger shall be: 01 / 01 / 2018 (MM/DD/YYYY date must be the date received by the Office of the Secretary of State or a later date which may not be later than the 90th day after the date the instrument was signed). The index of the Alabama Secretary of State will not reflect a date prior to the date received/filed by that office.

4. The undersigned certify that the Plan of Merger has been approved and executed by each of the entities, which are to merge in accordance with Code of Alabama of 1975, Title 10A.

5. The undersigned certify that if the surviving or resulting entity is one in which one or more owners lack limited liability protection, each owner of an entity party to the merger who is to be an owner of the surviving entity without limited liability protection has consented to the merger in writing.

6. The undersigned certify that a copy of the Plan of Merger shall be furnished on request and without cost to any owner of any entity, which is a party to this merger.

7. A copy of the Plan of Merger is on file at a place of business the surviving entity which is (street address):

One World Trade Center, New York, NY 10007 - 44th Floor

CERTIFICATE OF MERGER

8. Amendments to surviving entity's formation documents(name changes may require a name reservation):

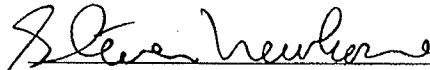
9. **Foreign Entity requirement – merging or surviving:** copy of the filed merger document certified by the jurisdiction of formation/authority showing that the merger was effectuated prior to the effective date of this filing. Demonstrates compliance with 10A-1-8.02(f)(b)(2).

10. **Foreign Entity requirement – surviving entity only:** Undersigned certifies that the surviving foreign entity resulting from this merger is deemed: (1) To consent that service of process in a proceeding to enforce any obligation or any dissenter's rights of owners of each domestic entity a party to the merger or conversion may be made by registered mail addressed to the surviving or converted entity at the address set forth in the certificate of merger or statement of conversion, as the case may be, or by any method provided by the Alabama Rules of Civil Procedure. Any notice or demand required or permitted by law to be served on the domestic entity may be served on the surviving or converted foreign entity by registered mail addressed to the surviving or converted entity at the address set forth in the plan of merger or statement of conversion, as the case may be, or in any other manner similar to the procedure provided by the Alabama Rules of Civil Procedure for the service of process; and (2) To agree that it will promptly pay to dissenting owners of each domestic entity that is a party to the merger or conversion the amount, if any, to which they are entitled under Alabama law. [10A-1-8.04]

Copies of any other documents which are consistent with Title 10A of the Alabama Code 1975 have been attached. (May include Plan of Merger, additional Signature pages as attachments, etc.)

12 / 11 / 2017
Date

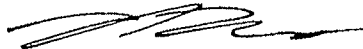
Steven O. Newhouse, Vice President - The Birmingham News Company
Typed Name and Title of Signature Below



Signature of Person Authorized to Sign per 10A-1-4.01, *Alabama Code*

12 / 11 / 2017
Date

Michael A. Newhouse, Vice President - Advance Local Media LLC
Typed Name and Title of Signature Below



Signature of Person Authorized to Sign per 10A-1-4.01, *Alabama Code*

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the Department of State, at the City of Albany, on December 18, 2017.

A handwritten signature in black ink, appearing to read "B. Fitzgerald", written over a horizontal line.

Brendan W. Fitzgerald
Executive Deputy Secretary of State

Rev. 06/13

CSC 45
Drawdown

171215000 258

CERTIFICATE OF MERGER

OF

Advance Central Services Inc., a foreign entity;
Advance Digital Inc., a foreign entity;
Advance Local LLC, a foreign entity;
The Birmingham News Company, a foreign entity;
NJ Advance Media LLC, a foreign entity;
Oregonian Publishing Company LLC, a foreign entity;
The Patriot-News LLC, a foreign entity;
The Times of Trenton Publishing Corporation, a foreign entity

AND

Advance Local Media LLC, a domestic limited liability company;
The Herald Publishing Company LLC, a domestic limited liability company;
Staten Island Live LLC, a domestic limited liability company

INTO

Advance Local Media LLC

(Domestic Limited Liability Company)

Under New York Section 1003 of the Limited Liability Company Law

FIRST: The name and formation or organization of each limited liability company or other business entity that is to merge is:

Advance Central Services Inc.	a Delaware company
Advance Digital Inc.	a New Jersey corporation
Advance Local LLC	a Delaware company
The Birmingham News Company	an Alabama corporation
NJ Advance Media LLC	a New Jersey company
Oregonian Publishing Company LLC	an Oregon company
The Patriot-News LLC	a Pennsylvania corporation
The Times of Trenton Publishing Corporation	a New Jersey corporation
Advance Local Media LLC	a New York company
The Herald Publishing Company, LLC	a New York company
Staten Island Live LLC	a New York company

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SECOND: For each domestic limited liability company and domestic other business entity, the date when its initial articles of organization or formation document was filed with the Department of State:

Advance Local Media LLC filed articles of organization on 6/26/2017;

Staten Island Live LLC, originally formed under the name Staten Island Online, LLC filed articles of organization on 1/13/1998; and

The Herald Publishing Company, LLC, originally formed under the name The Harold Publishing Company, LLC, filed articles of organization on 11/02/2006.

THIRD: For each foreign limited liability company and foreign other business entity, the jurisdiction and date of filing of its original articles of organization or formation document and the date when its application for authority was filed by the Department of State (if no such application has been filed, a statement to such effect):

Advance Central Services Inc. a Delaware corporation, filed a certificate of incorporation on 5/12/2003. No application for authority filed by the New York Department of State.

Advance Digital Inc. a New Jersey corporation, filed a certificate of incorporation on 6/27/1994. No application for authority filed by the New York Department of State.

Advance Local LLC a Delaware company, filed a certificate of formation on 11/21/2013 and application for authority filed by the New York Department of State on 1/17/2014.

The Birmingham News Company an Alabama, corporation filed a certificate of incorporation in Jefferson County, Alabama, on 12/2/1955. No application for authority filed by the New York Department of State.

NJ Advance Media LLC a New Jersey company, filed a certificate of formation on 3/12/2014 and application for authority filed by the New York Department of State on 9/20/2017.

Oregonian Publishing Company LLC an Oregon company, filed a certificate of formation on 11/29/2001. No application for authority filed by the New York Department of State.

The Patriot-News LLC a Pennsylvania company, filed a certificate of organization on 3/25/2002. No application for authority filed by the New York Department of State.

The Times of Trenton Publishing Corporation a New Jersey corporation, filed a certificate of incorporation on 12/11/1986. No application for authority filed by the

New York Department of State.

FOURTH: The agreement of merger has been approved and executed by each of the domestic limited liability companies or other business entities that is to merge.

FIFTH: The name of the surviving domestic limited liability company is:

Advance Local Media LLC

SIXTH: The effective date of the merger, if it is not to be effective upon the filing of the certificate of merger, is: January 1, 2018.

SEVENTH: The Secretary of State is designated as agent of the surviving limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is: Sabin, Bermant & Gould LLP, One World Trade Center, 44th Floor, Attn: Managing Partner, New York, NY 10007.

EIGHTH: The merger is permitted by the jurisdiction of organization or incorporation for each foreign limited liability company or foreign other business entity and is in compliance therewith.

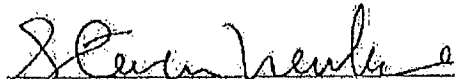
NINTH: The agreement of merger is on file at the following place of business of the surviving domestic limited liability company: Sabin, Bermant & Gould LLP, One World Trade Center, 44th Floor New York, NY 10007.

TENTH: A copy of the agreement of merger will be furnished by the surviving domestic limited liability company on request and without cost to any member of any domestic limited liability company or to any person holding an interest in any other business entity that is to merge pursuant to such agreement.

[Signature page to follow]

Advance Central Services Inc., a foreign entity
Advance Digital, Inc., a foreign entity
Advance Local LLC, a foreign entity
The Birmingham News Company, a foreign entity
NJ Advance Media LLC, a foreign entity
The Times of Trenton Publishing Corporation, a foreign entity
The Herald Publishing Company LLC, a domestic entity
Staten Island Live LLC, a domestic entity

*Name of Domestic and Foreign Entities
(Entities merging out of existence)*



Signature

Print Name: Steven O. Newhouse
Title: Authorized Person

Date: December 11, 2017

Oregonian Publishing Company LLC, a foreign entity
The Patriot-News LLC, a foreign entity

*Name of the Domestic and Foreign Limited Liability Company
(Entities merging out of existence)*



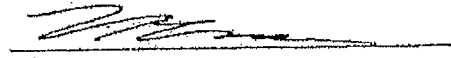
Signature

Print Name: Steven O. Newhouse
Title: Authorized Person

Date: December 11, 2017

Advance Local Media LLC

*Name of the Domestic Limited Liability Company
(the Surviving entity)*



Signature

Print Name: Michael A. Newhouse
Title: Authorized Person

Date: December 11, 2017

CSC 45
Drawdown

17 12 15 000 258

CERTIFICATE OF MERGER

OF

Advance Central Services Inc., a foreign entity;
Advance Digital Inc., a foreign entity;
Advance Local LLC, a foreign entity;
The Birmingham News Company, a foreign entity;
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AND

Advance Local Media LLC, a domestic limited liability company;
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Staten Island Live LLC, a domestic limited liability company

INTO

Advance Local Media LLC
(Domestic Limited Liability Company)

Under New York Section 1003 of the Limited Liability Company Law

Filer's Name and Mailing Address:

Mary Ann Casey - Corporate Paralegal

Sabin, Bermant & Gould LLP

One World Trade Center, 44th Floor

New York, NY 10007

Case Ref: 950082MRO

llc
STATE OF NEW YORK
DEPARTMENT OF STATE

FILED DEC 15 2017

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2017 DEC 13 PM 3:02

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