

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM505923

| | | | |
|---|---------------------------------------|-----------------------|--|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | MERGER | | |
| EFFECTIVE DATE: | 01/03/2019 | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| KXXV, LLC | | 01/02/2019 | Limited Liability Company: DELAWARE |
| RECEIVING PARTY DATA | | | |
| Name: | Raycom Media, Inc. | | |
| Street Address: | 201 Monroe Street | | |
| Internal Address: | RSA Tower, 20th Floor | | |
| City: | Montgomery | | |
| State/Country: | ALABAMA | | |
| Postal Code: | 36104 | | |
| Entity Type: | Corporation: DELAWARE | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 5114429 | KXXV | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | 2124796275 | | |
| <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> | | | |
| Phone: | 2124796000 | | |
| Email: | vcaba@cooley.com | | |
| Correspondent Name: | Veronica Caba c/o Cooley LLP | | |
| Address Line 1: | 1299 Pennsylvania Ave N.W., Suite 700 | | |
| Address Line 4: | Washington, D.C. 20004 | | |
| NAME OF SUBMITTER: | Veronica Caba | | |
| SIGNATURE: | /VC/ | | |
| DATE SIGNED: | 01/15/2019 | | |
| Total Attachments: 22 | | | |
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Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"WAFF, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KHNL/KGMB, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KFVS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WOIO LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KFVS LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WALB LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WAVE HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WCSC LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WMBF LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,




Jeffrey W. Bullock, Secretary of State

2620025 8100M
SR# 20190011432

Authentication: 202005045
Date: 01-02-19

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Delaware

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Page 2

"LIBERTY TV GROUP, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WWSB, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WTXL, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KSLA LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WAFB LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"KHNL/KGMB LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED
LIABILITY COMPANY,
"WXIX, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WFIE LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"TV-3, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"COSMOS BROADCASTING, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WWBT LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,




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Page 3

"KNIN, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KWES, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WTXL LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"KSLA, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"RAYCOM SPORTS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WECT LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WOIO, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WMC HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KLTV/KTRE LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED
LIABILITY COMPANY,
"WSFA LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WBRC, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"TV STATIONS HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,




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Page 4

"RAYCOM INVESTMENTS, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"KXXV LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"KSWO, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KSWO LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"RAYCOM PROGRAM VENTURES, INC.", A DELAWARE CORPORATION,
"MEDIA AVIATION ASSOCIATES, LLC", A DELAWARE LIMITED
LIABILITY COMPANY,
"WPGX LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WTVM LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WIS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WAVE LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,
"WLOX, LLC", A DELAWARE LIMITED LIABILITY COMPANY,




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Page 5

"KPLC, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KPLC LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"KFDA/KEYU, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"RAYCOM PRODUCTIONS, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WAFB, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WTNZ, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"RAYCOM HOLDINGS, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WFIE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KCBD, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KAIT LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WBTW, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WFXG LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WXIX BROADCAST PLAZA, LLC", A DELAWARE LIMITED LIABILITY

COMPANY,




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Page 6

"WVUE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WWSB LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WTNZ LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WAFF LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"KOLD, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WPGX, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WDAM, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WTOC, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WTOL LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,


"KCBD LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WALB, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WMBF, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WWBT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,




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Page 7

"KFDA/KEYU LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KXXV, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WTVM, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WMC LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WTOC LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WDAM LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WECT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WTOL, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KLTV/KTRE, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"KAIT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"WLOX LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,
"HAWAII BROADCASTING, LLC", A DELAWARE LIMITED LIABILITY COMPANY,




Jeffrey W. Bullock, Secretary of State

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Page 8

"WFXG, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"CHARLOTTE RAYCOM, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WDFX, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"KOLD LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WDFX LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WFLX, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"RAYCOM TV BROADCASTING, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WLBT LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WIS LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY
COMPANY,

"WSFA, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WLBT, LLC", A DELAWARE LIMITED LIABILITY COMPANY,




Jeffrey W. Bullock, Secretary of State

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Page 9

"WBTB LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

"WCSC, LLC", A DELAWARE LIMITED LIABILITY COMPANY,


"KWES LICENSE SUBSIDIARY, LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "RAYCOM MEDIA, INC." UNDER THE NAME OF "RAYCOM MEDIA, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SECOND DAY OF JANUARY, A.D. 2019, AT 11:38 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRD DAY OF JANUARY, A.D. 2019 AT 12:01 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.




Jeffrey W. Bullock, Secretary of State

2620025 8100M
SR# 20190011432

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Authentication: 202005045
Date: 01-02-19

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CERTIFICATE OF MERGER
MERCING

KFDA/KEYU LICENSE SUBSIDIARY, LLC, KLTV/KTRE LICENSE SUBSIDIARY, LLC, KSWO LICENSE SUBSIDIARY, LLC, KWES LICENSE SUBSIDIARY, LLC, KXXV LICENSE SUBSIDIARY, LLC, WLBT LICENSE SUBSIDIARY, LLC, WTXL LICENSE SUBSIDIARY, LLC, WWSB LICENSE SUBSIDIARY, LLC, KFDA/KEYU, LLC, KLTV/KTRE, LLC, KSWO, LLC, KWES, LLC, KXXV, LLC, WLBT, LLC, WTXL, LLC, WWSB, LLC, KHNL/KGMB LICENSE SUBSIDIARY, LLC, WFXG LICENSE SUBSIDIARY, LLC, WMBF LICENSE SUBSIDIARY, LLC, WPGX LICENSE SUBSIDIARY, LLC, KHNL/KGMB, LLC, WFXG, LLC, WMBF, LLC, WPGX, LLC, KNIN, LLC, KAIT LICENSE SUBSIDIARY, LLC, KCBD LICENSE SUBSIDIARY, LLC, KFVS LICENSE SUBSIDIARY, LLC, KOLD LICENSE SUBSIDIARY, LLC, KPLC LICENSE SUBSIDIARY, LLC, KSLA LICENSE SUBSIDIARY, LLC, WAFB LICENSE SUBSIDIARY, LLC, WAFF LICENSE SUBSIDIARY, LLC, WALB LICENSE SUBSIDIARY, LLC, WAVE LICENSE SUBSIDIARY, LLC, WBTV LICENSE SUBSIDIARY, LLC, WCSC LICENSE SUBSIDIARY, LLC, WDAM LICENSE SUBSIDIARY, LLC, WDFX LICENSE SUBSIDIARY, LLC, WECT LICENSE SUBSIDIARY, LLC, WFIE LICENSE SUBSIDIARY, LLC, WIS LICENSE SUBSIDIARY, LLC, WLOX LICENSE SUBSIDIARY, LLC, WMC LICENSE SUBSIDIARY, LLC, WOIO LICENSE SUBSIDIARY, LLC, WSFA LICENSE SUBSIDIARY, LLC, WTNZ LICENSE SUBSIDIARY, LLC, WTOC LICENSE SUBSIDIARY, LLC, WTOL LICENSE SUBSIDIARY, LLC, WTVM LICENSE SUBSIDIARY, LLC, WWBT LICENSE SUBSIDIARY, LLC, KAIT, LLC, KCBD, LLC, KFVS, LLC, KOLD, LLC, KPLC, LLC, KSLA, LLC, WAFB, LLC, WAFF, LLC, WALB, LLC, WAVE HOLDINGS, LLC, WBRC, LLC, WBTV, LLC, WCSC, LLC, WDAM, LLC, WDFX, LLC, WECT, LLC, WFIE, LLC, WFLX, LLC, WIS, LLC, WLOX, LLC, WMC HOLDINGS, LLC, WOIO, LLC, WSFA, LLC, WTNZ, LLC, WTOC, LLC, WTOL, LLC, WTVM, LLC, WVUE, LLC, WWBT, LLC, WXIX, LLC, CHARLOTTE RAYCOM, LLC, WXIX BROADCAST PLAZA, LLC, HAWAII BROADCASTING, LLC, TV-3, LLC, RAYCOM TV BROADCASTING, LLC, RAYCOM HOLDINGS, LLC, COSMOS BROADCASTING, LLC, LIBERTY TV GROUP, LLC, TV STATIONS HOLDINGS, LLC, RAYCOM SPORTS, LLC, MEDIA AVIATION ASSOCIATES, LLC, RAYCOM INVESTMENTS, LLC, RAYCOM PRODUCTIONS, LLC, AND RAYCOM PROGRAM VENTURES, INC.
INTO
RAYCOM MEDIA, INC.

Pursuant to Title 8, Sections 251 and 264 of the Delaware General Corporation Law (the "DGCL"), Raycom Media, Inc., a Delaware corporation ("Raycom" or the "Surviving Corporation"), does hereby certify as follows with respect to the merger of the Disappearing Companies (as defined below) with and into the Surviving Corporation:

FIRST: The name of the surviving corporation in the merger is Raycom Media, Inc., a Delaware corporation.

SECOND: The name of the disappearing companies in the merger are KFDA/KEYU License Subsidiary, LLC, a Delaware limited liability company, KLTV/KTRE License Subsidiary, LLC, a Delaware limited liability company, KSWO License Subsidiary, LLC,

a Delaware limited liability company, KWES License Subsidiary, LLC, a Delaware limited liability company, KXXV License Subsidiary, LLC, a Delaware limited liability company, WLBT License Subsidiary, LLC, a Delaware limited liability company, WTXL License Subsidiary, LLC, a Delaware limited liability company, WWSB License Subsidiary, LLC, a Delaware limited liability company, KFDA/KEYU, LLC, a Delaware limited liability company, KLTV/KTRE, LLC, a Delaware limited liability company, KSWO, LLC, a Delaware limited liability company, KWES, LLC, a Delaware limited liability company, KXXV, LLC, a Delaware limited liability company, WLBT, LLC, a Delaware limited liability company, WTXL, LLC, a Delaware limited liability company, WWSB, LLC, a Delaware limited liability company, Hawaii Broadcasting, LLC, a Delaware limited liability company, Charlotte Raycom, LLC, a Delaware limited liability company, WXIX Broadcast Plaza, LLC, a Delaware limited liability company, KHNL/KGMB License Subsidiary, LLC, a Delaware limited liability company, WFXG License Subsidiary, LLC, a Delaware limited liability company, WMBF License Subsidiary, LLC, a Delaware limited liability company, WPGX License Subsidiary, LLC, a Delaware limited liability company, KHNL/KGMB, LLC, a Delaware limited liability company, WFXG, LLC, a Delaware limited liability company, WMBF, LLC, a Delaware limited liability company, WPGX, LLC, a Delaware limited liability company, KNIN, LLC, a Delaware limited liability company, KAIT License Subsidiary, LLC, a Delaware limited liability company, KCBD License Subsidiary, LLC, a Delaware limited liability company, KFVS License Subsidiary, LLC, a Delaware limited liability company, KOLD License Subsidiary, LLC, a Delaware limited liability company, KPLC License Subsidiary, LLC, a Delaware limited liability company, KSLA License Subsidiary, LLC, a Delaware limited liability company, WAFB License Subsidiary, LLC, a Delaware, limited liability company, WAFF License Subsidiary, LLC, a Delaware limited liability company, WALB License Subsidiary, LLC, a Delaware limited liability company, WAVE License Subsidiary, LLC, a Delaware limited liability company, WBTV License Subsidiary, LLC, a Delaware limited liability company, WCSC License Subsidiary, LLC, a Delaware limited liability company, WDAM License Subsidiary, LLC, a Delaware limited liability company, WDFX License Subsidiary, LLC, a Delaware limited liability company, WECT License Subsidiary, LLC, a Delaware limited liability company, WFIE License Subsidiary, LLC, a Delaware limited liability company, WIS License Subsidiary, LLC, a Delaware limited liability company, WLOX License Subsidiary, LLC, a Delaware limited liability company, WMC License Subsidiary, LLC, a Delaware limited liability company, WOIO License Subsidiary, LLC, a Delaware limited liability company, WSFA License Subsidiary, LLC, a Delaware limited liability company, WTNZ License Subsidiary, LLC, a Delaware limited liability company, WTOC License Subsidiary, LLC, a Delaware limited liability company, WTOL License Subsidiary, LLC, a Delaware limited liability company, WTVM License Subsidiary, LLC, a Delaware limited liability company, WWBT License Subsidiary, LLC, a Delaware limited liability company, KAIT, LLC, a Delaware limited liability company, KCBD, LLC, a Delaware limited liability company, KFVS, LLC, a Delaware limited liability company, KOLD, LLC, a Delaware limited liability company, KPLC, LLC, a Delaware limited liability company, KSLA, LLC, a Delaware limited liability company, WAFB, LLC, a Delaware, limited liability company, WAFF, LLC, a Delaware limited liability company, WALB, LLC, a Delaware limited liability company, WAVE Holdings, LLC, a Delaware limited liability company, WBRC, LLC, a Delaware limited liability company, WBTV, LLC, a Delaware limited liability company, WCSC, LLC, a Delaware limited liability company, WDAM, LLC, a Delaware limited liability company, WDFX, LLC, a Delaware limited liability company, WECT, LLC, a Delaware limited liability company, WFIE, LLC, a Delaware limited liability company, WFLX, LLC, a Delaware

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limited liability company, WIS, LLC, a Delaware limited liability company, WLOX, LLC, a Delaware limited liability company, WMC Holdings, LLC, a Delaware limited liability company, WOIO, LLC, a Delaware limited liability company, WSFA, LLC, a Delaware limited liability company, WTNZ, LLC, a Delaware limited liability company, WTOG, LLC, a Delaware limited liability company, WTOL, LLC, a Delaware limited liability company, WTVM, LLC, a Delaware limited liability company, WVUE, LLC, a Delaware limited liability company, WWBT, LLC, a Delaware limited liability company, WXIX, LLC, a Delaware limited liability company, TV-3, LLC, a Delaware limited liability company, Raycom TV Broadcasting, LLC, a Delaware limited liability company, Raycom Holdings, LLC, a Delaware limited liability company, Cosmos Broadcasting, LLC, a Delaware limited liability company, Liberty TV Group, LLC, a Delaware limited liability company, TV Stations Holdings, LLC, a Delaware limited liability company, Raycom Sports, LLC, a Delaware limited liability company, Media Aviation Associates, LLC, a Delaware limited liability company, Raycom Investments, LLC, a Delaware limited liability company, Raycom Productions, LLC, a Delaware limited liability company, and Raycom Program Ventures, Inc., a Delaware corporation. (collectively, the “Disappearing Companies”).

THIRD: The merger of the Disappearing Companies into the Surviving Corporation shall be effected simultaneously pursuant to an Agreement and Plan of Merger (the “Plan”) and the applicable provisions of the DGCL.

FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of Raycom, and executed by a duly authorized officer of Raycom, on January 2, 2019.

FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KFDA/KEYU, LLC, and executed by a duly authorized officer of KFDA/KEYU, LLC, on January 2, 2019.

SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KLTV/KTRE, LLC, and executed by a duly authorized officer of KLTV/KTRE, LLC, on January 2, 2019.

SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KSWO, LLC, and executed by a duly authorized officer of KSWO, LLC, on January 2, 2019.

EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KWES, LLC, and executed by a duly authorized officer of KWES, LLC, on January 2, 2019.

NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KXXV, LLC, and executed by a duly authorized officer of KXXV, LLC, on January 2, 2019.

TENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WLBT, LLC, and executed by a duly authorized officer of WLBT, LLC, on January 2, 2019.

ELEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTXL, LLC, and executed by a duly authorized officer of WTXL, LLC, on January 2, 2019.

TWELFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WWSB, LLC, and executed by a duly authorized officer of WWSB, LLC, on January 2, 2019.

THIRTEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KFDA/KEYU LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KFDA/KEYU LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FOURTEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KLTV/KTRE LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KLTV/KTRE LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KSWO LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KSWO LICENSE SUBSIDIARY, LLC, on January 2, 2019.

SIXTEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KWES LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KWES LICENSE SUBSIDIARY, LLC, on January 2, 2019.

SEVENTEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KXXV LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KXXV LICENSE SUBSIDIARY, LLC, on January 2, 2019.

EIGHTEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WLBT LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WLBT LICENSE SUBSIDIARY, LLC, on January 2, 2019.

NINETEENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTXL LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WTXL LICENSE SUBSIDIARY, LLC, on January 2, 2019.

TWENTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WWSB LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WWSB LICENSE SUBSIDIARY, LLC, on January 2, 2019.

TWENTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KHNL/KGMB LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KHNL/KGMB LICENSE SUBSIDIARY, LLC, on January 2, 2019.

TWENTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WFXG LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WFXG LICENSE SUBSIDIARY, LLC, on January 2, 2019.

TWENTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WMBF LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WMBF LICENSE SUBSIDIARY, LLC, on January 2, 2019.

TWENTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WPGX LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WPGX LICENSE SUBSIDIARY, LLC, on January 2, 2019.

TWENTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of CHARLOTTE RAYCOM, LLC, and executed by a duly authorized officer of CHARLOTTE RAYCOM, LLC, on January 2, 2019.

TWENTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of TV STATIONS HOLDINGS, LLC, and executed by a duly authorized officer of TV STATIONS HOLDINGS, LLC, on January 2, 2019.

TWENTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite stockholders and the Board of Directors of RAYCOM PROGRAM VENTURES, INC., and executed by a duly authorized officer of RAYCOM PROGRAM VENTURES, INC., on January 2, 2019.

TWENTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KHNL/KGMB, LLC, and executed by a duly authorized officer of KHNL/KGMB, LLC, on January 2, 2019.

TWENTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WFXG, LLC, and executed by a duly authorized officer of WFXG, LLC, on January 2, 2019.

THIRTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WMBF, LLC, and executed by a duly authorized officer of WMBF, LLC, on January 2, 2019.

THIRTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WPGX, LLC, and executed by a duly authorized officer of WPGX, LLC, on January 2, 2019.

THIRTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KNIN, LLC, and executed by a duly authorized officer of KNIN, LLC, on January 2, 2019.

THIRTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of RAYCOM INVESTMENTS, LLC, and executed by a duly authorized officer of RAYCOM INVESTMENTS, LLC, on January 2, 2019.

THIRTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of RAYCOM PRODUCTIONS, LLC, and executed by a duly authorized officer of RAYCOM PRODUCTIONS, LLC, on January 2, 2019.

THIRTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KAIT LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KAIT LICENSE SUBSIDIARY, LLC, on January 2, 2019.

THIRTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KCBD LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KCBD LICENSE SUBSIDIARY, LLC, on January 2, 2019.

THIRTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KFVS LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KFVS LICENSE SUBSIDIARY, LLC, on January 2, 2019.

THIRTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KOLD LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KOLD LICENSE SUBSIDIARY, LLC, on January 2, 2019.

THIRTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KPLC LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KPLC LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KSLA LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of KSLA LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WAFB LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WAFB LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WAFF LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WAFF LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WALB LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WALB LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WAVE LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WAVE LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of RAYCOM SPORTS, LLC, and executed by a duly authorized officer of RAYCOM SPORTS, LLC, on January 2, 2019.

FORTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WBTW LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WBTW LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WCSC LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WCSC LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WDAM LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WDAM LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FORTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WDFX LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WDFX LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WECT LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WECT LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WFIE LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WFIE LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of MEDIA AVIATION ASSOCIATES, LLC, and executed by a duly authorized officer of MEDIA AVIATION ASSOCIATES, LLC, on January 2, 2019.

FIFTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WIS LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WIS LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WLOX LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WLOX LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WMC LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WMC LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WOIO LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WOIO LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WSFA LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WSFA LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTNZ LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WTNZ LICENSE SUBSIDIARY, LLC, on January 2, 2019.

FIFTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTOC LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WTOC LICENSE SUBSIDIARY, LLC, on January 2, 2019.

SIXTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTOL LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WTOL LICENSE SUBSIDIARY, LLC, on January 2, 2019.

SIXTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTVM LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WTVM LICENSE SUBSIDIARY, LLC, on January 2, 2019.

SIXTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of LIBERTY TV GROUP, LLC, and executed by a duly authorized officer of LIBERTY TV GROUP, LLC, on January 2, 2019.

SIXTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WWBT LICENSE SUBSIDIARY, LLC, and executed by a duly authorized officer of WWBT LICENSE SUBSIDIARY, LLC, on January 2, 2019.

SIXTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of COSMOS BROADCASTING, LLC, and executed by a duly authorized officer of COSMOS BROADCASTING, LLC, on January 2, 2019.

SIXTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KAIT, LLC, and executed by a duly authorized officer of KAIT, LLC, on January 2, 2019.

SIXTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of RAYCOM HOLDINGS, LLC, and executed by a duly authorized officer of RAYCOM HOLDINGS, LLC, on January 2, 2019.

SIXTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KCBD, LLC, and executed by a duly authorized officer of KCBD, LLC, on January 2, 2019.

SIXTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KFVS, LLC, and executed by a duly authorized officer of KFVS, LLC, on January 2, 2019.

SIXTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KOLD, LLC, and executed by a duly authorized officer of KOLD, LLC, on January 2, 2019.

SEVENTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KPLC, LLC, and executed by a duly authorized officer of KPLC, LLC, on January 2, 2019.

SEVENTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of KSLA, LLC, and executed by a duly authorized officer of KSLA, LLC, on January 2, 2019.

SEVENTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WAFB, LLC, and executed by a duly authorized officer of WAFB, LLC, on January 2, 2019.

SEVENTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WAFF, LLC, and executed by a duly authorized officer of WAFF, LLC, on January 2, 2019.

SEVENTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WALB, LLC, and executed by a duly authorized officer of WALB, LLC, on January 2, 2019.

SEVENTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WAVE Holdings, LLC, and executed by a duly authorized officer of WAVE Holdings, LLC, on January 2, 2019.

SEVENTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WBRC, LLC, and executed by a duly authorized officer of WBRC, LLC, on January 2, 2019.

SEVENTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WBTV, LLC, and executed by a duly authorized officer of WB TV, LLC, on January 2, 2019.

SEVENTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WCSC, LLC, and executed by a duly authorized officer of WCSC, LLC, on January 2, 2019.

SEVENTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WDAM, LLC, and executed by a duly authorized officer of WDAM, LLC, on January 2, 2019.

EIGHTIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WDFX, LLC, and executed by a duly authorized officer of WDFX, LLC, on January 2, 2019.

EIGHTY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WECT, LLC, and executed by a duly authorized officer of WECT, LLC, on January 2, 2019.

EIGHTY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WFIE, LLC, and executed by a duly authorized officer of WFIE, LLC, on January 2, 2019.

EIGHTY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WFLX, LLC, and executed by a duly authorized officer of WFLX, LLC, on January 2, 2019.

EIGHTY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WIS, LLC, and executed by a duly authorized officer of WIS, LLC, on January 2, 2019.

EIGHTY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WLOX, LLC, and executed by a duly authorized officer of WLOX, LLC, on January 2, 2019.

EIGHTY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WMC Holdings, LLC, and executed by a duly authorized officer of WMC Holdings, LLC, on January 2, 2019.

EIGHTY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WOIO, LLC, and executed by a duly authorized officer of WOIO, LLC, on January 2, 2019.

EIGHTY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WSFA, LLC, and executed by a duly authorized officer of WSFA, LLC, on January 2, 2019.

EIGHTY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTNZ, LLC, and executed by a duly authorized officer of WTNZ, LLC, on January 2, 2019.

NINETIETH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTOC, LLC, and executed by a duly authorized officer of WTOC, LLC, on January 2, 2019.

NINETY-FIRST: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTOL, LLC, and executed by a duly authorized officer of WTOL, LLC, on January 2, 2019.

NINETY-SECOND: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WTVM, LLC, and executed by a duly authorized officer of WTVM, LLC, on January 2, 2019.

NINETY-THIRD: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WVUE, LLC, and executed by a duly authorized officer of WVUE, LLC, on January 2, 2019.

NINETY-FOURTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WWBT, LLC, and executed by a duly authorized officer of WWBT, LLC, on January 2, 2019.

NINETY-FIFTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WXIX, LLC, and executed by a duly authorized officer of WXIX, LLC, on January 2, 2019.

NINETY-SIXTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of WXIX BROADCAST PLAZA, LLC, and executed by a duly authorized officer of WXIX BROADCAST PLAZA, LLC, on January 2, 2019.

NINETY-SEVENTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of HAWAII BROADCASTING, LLC, and executed by a duly authorized officer of HAWAII BROADCASTING, LLC, on January 2, 2019.

NINETY-EIGHTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of TV-3, LLC, and executed by a duly authorized officer of TV-3, LLC, on January 2, 2019.

NINETY-NINTH: The Plan was duly approved, adopted, certified, and acknowledged by the requisite members and the Board of Managers of RAYCOM TV BROADCASTING, LLC, and executed by a duly authorized officer of RAYCOM TV BROADCASTING, LLC, on January 2, 2019.

ONE HUNDREDTH: The merger shall be effective at 12:01 a.m. on January 3, 2019, in accordance with the provisions of Sections 103, 251 and 264 of the DGCL (the "Effective Time").

ONE HUNDRED FIRST: The organizational documents of the Surviving Corporation shall be in the form of the Certificate of Incorporation of Raycom, as amended and in effect immediately prior to the Effective Time.


ONE HUNDRED SECOND: The executed Plan is on file at the offices of Raycom Media, Inc., RSA Tower 20th Floor, 201 Monroe Street, Montgomery, Alabama 36104, United States.

ONE HUNDRED THIRD: A copy of the Plan may be obtained from the Secretary of Raycom upon request and without cost by any stockholder of any constituent corporation or any member of any constituent limited liability company.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Raycom Media, Inc., as the Surviving Corporation of the above described merger, has caused this Certificate of Merger to be signed on January 2, 2019.

RAYCOM MEDIA, INC.

By: 
Name: Kevin P. Latek
Title: Secretary