

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM647779

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	12/16/2016		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Spanfeller Media Group, Inc.		12/16/2016	Corporation: DELAWARE
TRX Acquisitions Corp.		12/16/2016	Corporation:
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Spanfeller Media Group, Inc.	12/16/2016	Corporation: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	The Daily Meal Ventures, Inc.		
<b>Street Address:</b>	560 W. Grand Avenue		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60654		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4658314	THE ACTIVE TIMES	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>Email:</b>	morichardson@Tribpub.com		
<b>Correspondent Name:</b>	Monica Richardson		
<b>Address Line 1:</b>	160 N Stetson Ave		
<b>Address Line 4:</b>	Chicago, ILLINOIS 60601		
<b>NAME OF SUBMITTER:</b>	Michael Kollman		
<b>SIGNATURE:</b>	/Michael Kollman/		
<b>DATE SIGNED:</b>	05/18/2021		
<b>Total Attachments: 4</b>			

OP \$40.00 4658314

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**CERTIFICATE OF MERGER  
FOR THE MERGER OF TRX ACQUISITION CO  
WITH AND INTO  
SPANFELLER MEDIA GROUP, INC.**

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:18 PM 12/16/2016  
FILED 07:18 PM 12/16/2016  
SR 20167132159 - File Number 4834680

December 16, 2016

Pursuant to Title 8, Section 251(c) of the  
General Corporation Law of the State of Delaware

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Spanfeller Media Group, Inc., a Delaware corporation, does hereby certify to the following facts relating to the merger (the "**Merger**") of TRX Acquisition Corp., a Delaware corporation, with and into Spanfeller Media Group, Inc.:

**FIRST:** The names of each of the constituent corporations to the Merger are as follows:

<b>Name</b>	<b>State of Formation or Incorporation</b>
Spanfeller Media Group, Inc.	Delaware
TRX Acquisition Corp.	Delaware

**SECOND:** An Agreement and Plan of Merger (the "**Merger Agreement**"), by and among troncx, Inc., a Delaware corporation, Spanfeller Media Group, Inc., TRX Acquisition Corp. and Fortis Advisors LLC, a Delaware limited liability company, solely in its capacity as securityholders' agent, as amended from time to time, has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Section 251(c) of the Delaware General Corporation Law.

**THIRD:** Spanfeller Media Group, Inc. shall be the surviving corporation in the Merger. The name of the surviving corporation shall be The Daily Meal Ventures, Inc.

**FOURTH:** Upon the consummation of the Merger, the Certificate of Incorporation of the surviving corporation shall be amended and restated in its entirety as set forth in Exhibit A hereto until thereafter amended in accordance with applicable law and such Certificate of Incorporation.

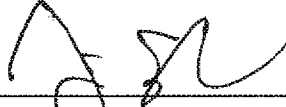
**FIFTH:** The executed Merger Agreement is on file at 156 5<sup>th</sup> Avenue, 4<sup>th</sup> Floor, New York, NY, 10010, an office of the surviving corporation.

**SIXTH:** A copy of the executed Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of either constituent corporation.

**SEVENTH:** The Merger shall become effective at such time as this Certificate of Merger is duly filed and accepted by the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the surviving corporation has caused this Certificate of Merger to be executed by its duly authorized officer as of the date hereof.

SPANFELLER MEDIA GROUP, INC.

By:   
Name: Jim Spanfeller  
Title: CEO

**EXHIBIT A**

**Restated Certificate of Incorporation**

**RESTATED CERTIFICATE OF INCORPORATION  
OF  
THE DAILY MEAL VENTURES, INC.**

FIRST: The name of the corporation is The Daily Meal Ventures, Inc. (the "*Corporation*").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of the State of Delaware as set forth in Title 8 of the Delaware Code.

FOURTH: The total number of shares of capital stock which the Corporation has authority to issue is 5,000 shares of common stock, \$0.01 par value per share. The designation and the powers, preferences and rights, and the qualifications, limitations or restrictions thereof are as follows: none.

FIFTH: To the fullest extent permitted by the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.