

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM652280

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	11/26/2012		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Chicago Tribune Company		11/26/2012	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Chicago Tribune Company, LLC		
<b>Street Address:</b>	2711 Centerville Road, Suite 400		
<b>City:</b>	Wilmington		
<b>State/Country:</b>	DELAWARE		
<b>Postal Code:</b>	19808		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	71177706	CHICAGO DAILY TRIBUNE	
<b>Serial Number:</b>	85238034	CHICAGO NOW	
<b>Serial Number:</b>	78374640	DAYWATCH	
<b>Serial Number:</b>	78068232	MOTORMOUTH	
<b>Serial Number:</b>	71053238	THE WORLD'S GREATEST NEWSPAPER	
<b>Serial Number:</b>	78058664	TRIB CARD	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	2028874288		
<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>	2028874000		
<b>Email:</b>	kkepchar@akingump.com		
<b>Correspondent Name:</b>	David C. Lee		
<b>Address Line 1:</b>	2001 K Street, N.W.		
<b>Address Line 2:</b>	Robert S. Strauss Tower		
<b>Address Line 4:</b>	Washington, D.C. 20006		
<b>ATTORNEY DOCKET NUMBER:</b>	689713.0025		
<b>NAME OF SUBMITTER:</b>	David C. Lee		
<b>SIGNATURE:</b>	/David C. Lee/		

CH \$165.00 71177706

**DATE SIGNED:**

06/07/2021

**Total Attachments: 12**

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# Delaware

PAGE 1

*The First State*

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:

"CHICAGO TRIBUNE COMPANY", AN ILLINOIS CORPORATION,  
WITH AND INTO "CHICAGO TRIBUNE COMPANY, LLC" UNDER THE NAME OF "CHICAGO TRIBUNE COMPANY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 2012, AT 4:34 O'CLOCK P.M.

5117704 8100M

121260263

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 0010266

DATE: 11-26-12

TRADEMARK  
REEL: 007319 FRAME: 0147

**CERTIFICATE OF MERGER OF  
CHICAGO TRIBUNE COMPANY  
(an Illinois corporation)**

**WITH AND INTO**

**CHICAGO TRIBUNE COMPANY, LLC  
(a Delaware limited liability company)**

**November 26, 2012**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

**FIRST:** The name of the surviving limited liability company is Chicago Tribune Company, LLC, a Delaware limited liability company, and the name of the foreign corporation being merged into this surviving entity is Chicago Tribune Company, an Illinois corporation.

**SECOND:** The plan and agreement of merger has been approved and executed by each of the constituent entities.

**THIRD:** The name of the surviving limited liability company is: Chicago Tribune Company, LLC

**FOURTH:** The merger is to become effective upon filing.

**FIFTH:** The executed plan and agreement of merger is on file at: 435 N. Michigan Ave, Chicago, IL 60611, the place of business of the surviving limited liability company.

**SIXTH:** A copy of the plan and agreement of merger will be furnished by the surviving limited liability company on request, without cost, to any member or stockholder of any constituent entity.

*[Signature follows]*

**IN WITNESS WHEREOF**, this Certificate of Merger has been signed by an authorized person as of the date first listed above.

**CHICAGO TRIBUNE COMPANY, LLC**

By: /s/ Phil Doherty

Name: Phil Doherty

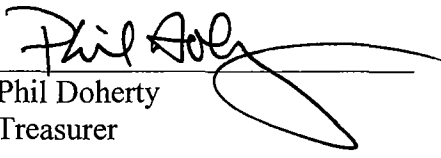
Title: Treasurer

**TRADEMARK**

**REEL: 007319 FRAME: 0149**

**IN WITNESS WHEREOF**, this Certificate of Merger has been signed by an authorized person as of the date first listed above.

**CHICAGO TRIBUNE COMPANY, LLC**

By:   
Name: Phil Doherty  
Title: Treasurer



# OFFICE OF THE SECRETARY OF STATE

---

JESSE WHITE • Secretary of State

NOVEMBER 26, 2012

4827-854-0

CSC NETWORKS  
801 ADLAI STEVENSON DR  
SPRINGFIELD, IL 62703

RE CHICAGO TRIBUNE COMPANY

DEAR SIR OR MADAM:

ENCLOSED YOU WILL FIND ARTICLES OF MERGER REGARDING THE ABOVE CORPORATION.

THE FILING FEE HAS BEEN RECEIVED AND CREDITED.

SINCERELY,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE  
SECRETARY OF STATE  
DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

FORM **BCA 11.39** (rev. Dec. 2003)  
**ARTICLES OF MERGER  
BETWEEN ILLINOIS CORPORATIONS  
AND LIMITED LIABILITY COMPANIES**  
Business Corporation Act

Secretary of State  
Department of Business Services  
Springfield, IL 62756  
217-782-6961  
www.cyberdriveillinois.com

**FILED**

**NOV 26 2012**

**JESSE WHITE  
SECRETARY OF STATE**

Remit payment in the form of a  
check or money order payable  
to Secretary of State.

The filing fee is \$100, but if merger  
involves more than two corporations,  
submit \$50 for each additional corporation.

File #

48278540

Filing Fee: \$

100.00

Approved

*lt*

----- Submit in duplicate ----- Type or Print clearly in black ink ----- Do not write above this line -----

1. Names of Corporations and Limited Liability Companies proposing to merge and State or Country of organization or incorporation:

Name of Corporation Limited Liability Company	State or Country of Organization/Incorporation	Corporation File Number
<u>Chicago Tribune Company</u>	<u>Illinois</u>	<u>48278540</u>
<u>Chicago Tribune Company, LLC</u>	<u>Delaware</u>	<u>04093496</u>
<u> </u>	<u> </u>	<u> </u>
<u> </u>	<u> </u>	<u> </u>

2. The laws of the state or country under which each Corporation and Limited Liability Company are organized, permit such merger.

3. a. Name of Surviving Party: Chicago Tribune Company, LLC
- b. Corporation or Limited Liability Company shall be governed by the laws of: Delaware

For more space, attach additional sheets of this size.

4. Plan of merger is as follows:

See Exhibit A attached hereto.



5. Plan of merger was approved, as to each Limited Liability Company, in compliance with the laws of the state under which it is organized, and (b) as to each Illinois corporation, as follows

Mark an "X" in one box only for each Illinois Corporation.

By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (\$11.20)

By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10 (\$11.20)

By written consent of ALL the shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.

Name of Corporation:

Name of Corporation:	By the shareholders, a resolution of the board of directors having been duly adopted and submitted to a vote at a meeting of shareholders. Not less than the minimum number of votes required by statute and by the Articles of Incorporation voted in favor of the action taken. (\$11.20)	By written consent of the shareholders having not less than the minimum number of votes required by statute and by the Articles of Incorporation. Shareholders who have not consented in writing have been given notice in accordance with §7.10 (\$11.20)	By written consent of ALL the shareholders entitled to vote on the action, in accordance with §7.10 and §11.20.
Chicago Tribune Company	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
_____	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

6. Not applicable if survivor is an Illinois Corporation or an Illinois Limited Liability Company.

It is agreed that, upon and after the filing of Articles of Merger by the Secretary of State of the State of Illinois:

- a. The surviving Limited Liability Company may be served with process in the State of Illinois in any proceeding for the enforcement of any obligation of any Corporation organized under the laws of the State of Illinois which is a party to the merger and in any proceeding for the enforcement of the rights of a dissenting shareholder of any such Corporation organized under the laws of the State of Illinois against the surviving Limited Liability Company.
- b. The Secretary of State of the State of Illinois shall be and hereby is irrevocably appointed as the agent of the surviving Limited Liability Company to accept service of process in any such proceedings; and
- c. The surviving Limited Liability Company will promptly pay to the dissenting shareholders of any Corporation organized under the laws of the State of Illinois which is a party to the merger the amount, if any, to which they shall be entitled under the provisions of The Business Corporation Act of 1983 of the State of Illinois with respect to the rights of dissenting shareholders.

7. a. The undersigned Corporations have caused this statement to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated November 26, 2012 Chicago Tribune Company  
Month & Day Year Exact Name of Corporation  
*Phil Doherty*  
Any Authorized Officer's Signature  
Phil Doherty, Senior Vice President/Treasurer  
Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year Exact Name of Corporation  
\_\_\_\_\_  
Any Authorized Officer's Signature  
\_\_\_\_\_  
Name and Title (type or print)

7. b. The undersigned Limited Liability Companies have caused this statement to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK**.

Dated \_\_\_\_\_, \_\_\_\_\_ Chicago Tribune Company, LLC  
Month & Day Year Exact Name of Limited Liability Company  
\_\_\_\_\_  
By Chandler Bigelow III, Executive Vice President  
Signature  
\_\_\_\_\_  
Name and Title (type or print)  
of Tribune Company, member of Tribune Publishing Company, LLC, its member


Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year Exact Name of Limited Liability Company  
\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Name and Title (type or print)

7. a. The undersigned Corporations have caused this statement to be signed by their duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK.**

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year  
Chicago Tribune Company  
Exact Name of Corporation  
\_\_\_\_\_  
Any Authorized Officer's Signature  
Phil Doherty, Senior Vice President/Treasurer  
Name and Title (type or print)

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year  
Exact Name of Corporation  
\_\_\_\_\_  
Any Authorized Officer's Signature  
\_\_\_\_\_  
Name and Title (type or print)

7. b. The undersigned Limited Liability Companies have caused this statement to be signed by their duly authorized person, who affirms, under penalties of perjury, that the facts stated herein are true and correct. All signatures must be in **BLACK INK.**

Dated November 26, 2012  
Month & Day Year  
Chicago Tribune Company, LLC  
Exact Name of Limited Liability Company  
\_\_\_\_\_  
  
By Chandler Bigelow III, Executive Vice President  
Signature  
\_\_\_\_\_  
Name and Title (type or print)  
of Tribune Company, member of Tribune Publishing Company, LLC, its member

Dated \_\_\_\_\_, \_\_\_\_\_  
Month & Day Year  
Exact Name of Limited Liability Company  
\_\_\_\_\_  
Signature  
\_\_\_\_\_  
Name and Title (type or print)

EXHIBIT A

AGREEMENT AND  
PLAN OF MERGER OF

CHICAGO TRIBUNE COMPANY  
(an Illinois corporation)

WITH AND INTO

CHICAGO TRIBUNE COMPANY, LLC  
(a Delaware limited liability company)

THIS AGREEMENT AND PLAN OF MERGER (the "Agreement") is made as of November 26, 2012, by and between, Chicago Tribune Company, an Illinois corporation ("Non-Surviving Entity"), and Chicago Tribune Company, LLC, a Delaware limited liability company ("Surviving Entity").

WHEREAS, provision for the merger of Non-Surviving Entity with and into Surviving Entity (the "Merger") is contained in an order entered by the United States Bankruptcy Court for the District of Delaware, having jurisdiction of a proceeding under the Bankruptcy Code (11 U.S.C. § 101 et seq.), confirming a plan of reorganization providing for, among other things, the Merger; and

WHEREAS, this Agreement has been adopted and approved by the board of directors of Non-Surviving Entity, and the sole shareholder of Non-Surviving Entity and the sole member of Surviving Entity have approved this Agreement in accordance with the applicable provisions of the laws of the State of Illinois and the laws of the State of Delaware.

NOW, THEREFORE, in consideration of the foregoing and of the agreements, covenants and provisions hereinafter set forth, the parties hereby agree as follows:

ARTICLE I

1.1 Merger of Non-Surviving Entity into Surviving Entity. Non-Surviving Entity shall be merged with and into Surviving Entity, in accordance with the applicable provisions of the laws of the State of Illinois and the State of Delaware. The separate existence of Non-Surviving Entity shall thereupon cease and Surviving Entity shall survive the Merger. The Merger shall become effective upon the filing of the articles of merger with respect to the Merger with the Secretary of State of the State of Illinois and the filing of the certificate of merger with respect to the Merger with the Secretary of State of the State of Delaware (the "Effective Time"). The name of Surviving Entity shall remain "Chicago Tribune Company, LLC".

1.2 Effect of Merger. The Merger shall have the effect specified in the Illinois Business Corporation Act of 1983 and the Delaware Limited Liability Company Act. Without limiting the generality of the foregoing, in the Merger, all of the rights, duties and obligations of the Non-Surviving Entity shall be vested in Surviving Entity.

TRADEMARK

REEL: 007319 FRAME: 0156

## ARTICLE II

2.1 Certificate of Formation. The Certificate of Formation of Surviving Entity as it shall exist at the Effective Time shall be the Certificate of Formation of Surviving Entity immediately following the Effective Time.

2.2 Officers. The officers of Surviving Entity shall continue in office until their successors shall have been elected and qualified.

## ARTICLE III

3.1 Conversion of Equity Interests. The manner of converting the outstanding shares of Non-Surviving Entity and the limited liability company interests of Surviving Entity shall be as follows:

(a) All limited liability company interests of Surviving Entity issued and outstanding at the Effective Time shall remain issued and outstanding immediately following the Merger.

(b) All shares of Non-Surviving Entity issued and outstanding at the Effective Time and all rights in respect thereof shall forthwith be cancelled.

The Non-Surviving Entity and the Surviving Entity are owned, directly or indirectly, in identical proportions by a single entity.

## ARTICLE IV

4.1 Governing Law. This Agreement shall be governed by the laws of the State of Illinois and the laws of the State of Delaware, as applicable.

4.2 Counterparts. This Agreement may be executed in one or more counterparts, each of which shall constitute one and the same agreement and shall become effective when one or more counterparts have been signed by each party and delivered to the other party.

\* \* \* \* \*

IN WITNESS WHEREOF, each of the Non-Surviving Entity and Surviving Entity have caused this Agreement to be executed as of the date first written above.

**CHICAGO TRIBUNE COMPANY**

By: Phil Doherty  
Name: Phil Doherty  
Title: Senior Vice President / Treasurer

**CHICAGO TRIBUNE COMPANY, LLC**

By: Phil Doherty  
Name: Phil Doherty  
Title: Treasurer