

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM652469

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER		
<b>EFFECTIVE DATE:</b>	11/20/2012		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
The Baltimore Sun Company		11/20/2012	Corporation:
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	The Baltimore Sun Company, LLC		
<b>Street Address:</b>	435 N. Michigan Avenue		
<b>City:</b>	Chicago		
<b>State/Country:</b>	ILLINOIS		
<b>Postal Code:</b>	60611		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	77034973	THE SUN LIGHT FOR ALL	
<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/		
<b>DATE SIGNED:</b>	06/08/2021		
<b>Total Attachments: 14</b>			
source=Baltimore Sun Certificate of Merger#page1.tif			
source=Baltimore Sun Certificate of Merger#page2.tif			
source=Baltimore Sun Certificate of Merger#page3.tif			

CH \$40.00 77034973

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# Delaware

PAGE 1

*The First State*

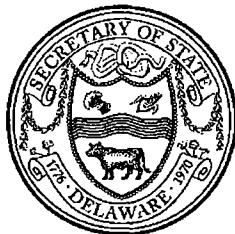
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

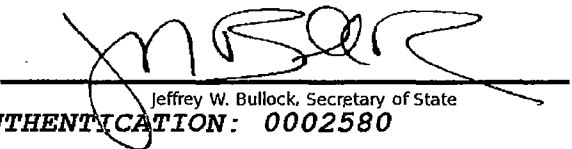
"THE BALTIMORE SUN COMPANY", A MARYLAND CORPORATION,  
WITH AND INTO "THE BALTIMORE SUN COMPANY, LLC" UNDER THE NAME OF "THE BALTIMORE SUN COMPANY, LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTIETH DAY OF NOVEMBER, A.D. 2012, AT 4:28 O'CLOCK P.M.

5117783 8100M

121249844

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: 0002580

DATE: 11-20-12

TRADEMARK  
REEL: 007319 FRAME: 0756

**CERTIFICATE OF MERGER OF**  
**THE BALTIMORE SUN COMPANY**  
**(a Maryland corporation)**  
**WITH AND INTO**  
**THE BALTIMORE SUN COMPANY, LLC**  
**(a Delaware limited liability company)**

**November 20, 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 The Baltimore Sun Company, LLC, a Delaware limited liability company, and the name of the foreign corporation being merged into this surviving limited liability company is The Baltimore Sun Company, a Maryland 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: The Baltimore Sun 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]*

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

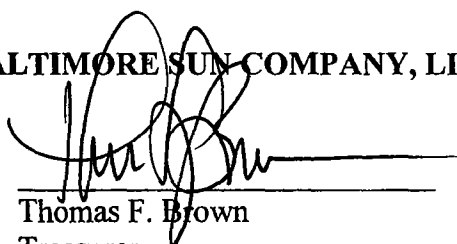
**THE BALTIMORE SUN COMPANY, LLC**

By: /s/ Thomas F. Brown  
Name: Thomas F. Brown  
Title: Treasurer

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

**THE BALTIMORE SUN COMPANY, LLC**

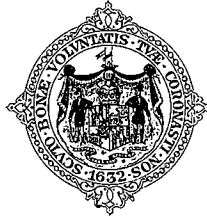
By:

Name:  Thomas F. Brown

Title: Treasurer

State of Maryland  
**Department of  
Assessments and Taxation**

Charter Division



**Martin O'Malley**  
*Governor*

**Robert E. Young**  
*Director*

**Paul B. Anderson**  
*Administrator*

Date: 11/26/2012

CORPORATION SERVICE COMPANY  
STE 1660  
7 ST. PAUL STREET  
BALTIMORE MD 21202

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

DEPARTMENT ID : D02142065  
TYPE OF REQUEST : ARTICLES OF MERGER  
DATE FILED : 11-20-2012  
TIME FILED : 04:05 PM  
RECORDING FEE : \$100.00  
EXPEDITED FEE : \$70.00  
COPY FEE : \$26.00  
FILING NUMBER : 1000362004074003  
CUSTOMER ID : 0002838036  
WORK ORDER NUMBER : 0004054616

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT  
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK  
ORDER NUMBER ON ANY INQUIRIES.

Charter Division  
Baltimore Metro Area (410) 767-1350  
Outside Metro Area (888) 246-5941

ARTICLES OF MERGER OF

THE BALTIMORE SUN COMPANY  
(a Maryland corporation)

WITH AND INTO

THE BALTIMORE SUN COMPANY, LLC  
(a Delaware limited liability company)

November 20, 2012

Pursuant to Section 3-107 of the Maryland Corporations and Associations Article of the Annotated Code of Maryland (the "Maryland Code"), the undersigned submit the following for filing:

**FIRST:** The following entities, being the entities which are the parties to these Articles of Merger, do hereby agree to merge (the "Merger"):

- (a) The Baltimore Sun Company, a Maryland corporation (the "Non-Surviving Entity"); and
- (f) The Baltimore Sun Company, LLC, a Delaware limited liability company (the "Surviving Entity," and together with the Non-Surviving Entity, the "Constituent Entities").

**SECOND:** The Non-Surviving Entity will be merged with and into the Surviving Entity. The Surviving Entity is formed under Section 18-101 et seq. of the Delaware Limited Liability Company Act. The date of formation of the Surviving Entity, the date of its registration to do business in Maryland, the location of its principal office in Delaware and the name and address of its resident agent in Maryland are as follows:

Date of Formation	September 21, 2012
Date of Registration/Qualification	The Surviving Entity is filing simultaneously herewith
Principal Office	2711 Centerville Road Suite 400 Wilmington, DE 19808
Resident Agent Name	CSC-Lawyers Incorporating Service Company
Resident Agent Address	7 St. Paul Street Suite 1660

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the page document on file in this office. DATED: 11-20-12

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION:

421784-35 EYR

BY: [Signature], Custodian

This stamp replaces our previous certification system. Effective: 6/95

TRADEMARK

REEL: 007319 FRAME: 0761

RECEIVED  
NOV 20 12 11:05 AM '12

6



Baltimore, MD 21202

**THIRD:** The county in Maryland where each of the Constituent Entities has its principal office is as follows:

The Baltimore Sun Company	Baltimore City
The Baltimore Sun Company, LLC	Baltimore City

**FOURTH:** The counties in Maryland where the Non-Surviving Entity owns an interest in land is as follows:

The Baltimore Sun Company	Baltimore City
---------------------------	----------------

**FIFTH:** The Merger is being carried out in accordance with Section 3-301(a) of the Maryland Code under a plan of reorganization pursuant to a final order of 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.), being jointly administered under the case caption *Tribune Company, et al.* and case number 08-13141 (KJC). The Merger was approved by the Board of Directors of the Non-Surviving Entity and the sole member of the Surviving Entity.

**SIXTH:** No amendments to the Certificate of Formation of the Surviving Entity are to be effected as part of the merger.

**SEVENTH:** The total number of authorized shares of stock of all classes, the number of shares of stock of each class, the par value of the shares of stock of each class and the aggregate par value of all of the shares of all classes of stock of the Non-Surviving Entity is as follows:

Total number of shares of stock of all classes corporation has authority to issue	10,000
Number and par value of shares of each class	10,000 shares of common stock, \$1.00 par value
Aggregate par value of all shares with par value	\$10,000

**EIGHTH:** The Surviving Entity has a single class of membership interests that constitutes 100% of the membership interests of the Surviving Entity. The Surviving Entity has a single class of members that constitutes 100% of the member classes of the Surviving Entity.

**NINTH:** The manner of converting the outstanding shares of capital stock of the Constituent Entities shall be as follows:

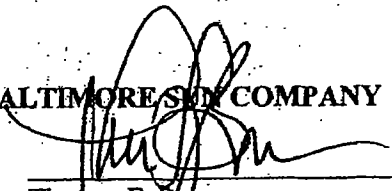
- (a) The membership interests of the Surviving Entity issued and outstanding at the effective time of the Merger shall remain issued and outstanding following the Merger; and

- (b) Each share of stock of the Non-Surviving Entity issued and outstanding at the effective time and all rights in respect thereof shall forthwith be cancelled.

*[Signatures Follow]*

IN WITNESS WHEREOF, the Constituent Entities, have caused these Articles of Merger to be signed in their respective names and on their behalf by their respective authorized representative and attested by their respective secretaries, each of whom does hereby acknowledge that said Articles of Merger are the act of said entity, and who does hereby state under the penalties for perjury that the matters and facts set forth therein with respect to authorization and approval of said merger are true in all material respects to the best of his knowledge, information, and belief.

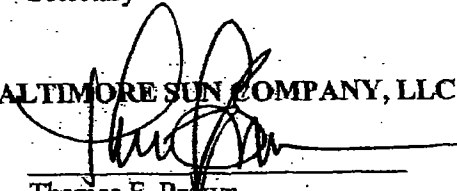
THE BALTIMORE SUN COMPANY

By:   
Name: Thomas F. Brown  
Title: Senior Vice President / Treasurer

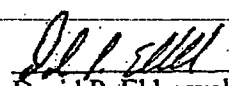
Attest: 

By: \_\_\_\_\_  
Name: David P. Eldersveld  
Title: Secretary

THE BALTIMORE SUN COMPANY, LLC

By:   
Name: Thomas F. Brown  
Title: Treasurer

Attest:

By:   
Name: David P. Eldersveld  
Title: Secretary

# CORPORATE CHARTER APPROVAL SHEET

**\*\* EXPEDITED SERVICE\*\*      \*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE 11      BUSINESS CODE \_\_\_\_\_

# \_\_\_\_\_

Close \_\_\_\_\_      Stock \_\_\_\_\_      Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_      Religious \_\_\_\_\_

Merging (Transferor) The Baltimore

Sun Company

D02142065

Surviving (Transferee) The Baltimore

Sun Company, LLC



ID # D02142065 ACK # 1000362004074003  
PAGES: 0006  
THE BALTIMORE SUN COMPANY

11/20/2012 AT 04:05 P WO # 0004054616

New Name \_\_\_\_\_

### FEES REMITTED

Base Fee:	<u>100</u>
Org. & Cap. Fee:	_____
Expedite Fee:	<u>70</u>
Penalty:	_____
State Recordation Tax:	_____
State Transfer Tax:	_____
<u>1</u> Certified Copies	_____
Copy Fee:	<u>26</u>
Certificates	_____
Certificate of Status Fee:	_____
Personal Property Filings:	_____
Mail Processing Fee:	_____
Other:	_____
<b>TOTAL FEES:</b>	<u>196</u>

- \_\_\_\_\_ Change of Name
- \_\_\_\_\_ Change of Principal Office
- \_\_\_\_\_ Change of Resident Agent
- \_\_\_\_\_ Change of Resident Agent Address
- \_\_\_\_\_ Resignation of Resident Agent
- \_\_\_\_\_ Designation of Resident Agent and Resident Agent's Address
- \_\_\_\_\_ Change of Business Code
  
- \_\_\_\_\_ Adoption of Assumed Name
  
- \_\_\_\_\_ Other Change(s)

Credit Card \_\_\_\_\_      Check \_\_\_\_\_      Cash \_\_\_\_\_

\_\_\_\_\_ Documents on \_\_\_\_\_ Checks

Approved By: [Signature]

Keyed By: [Signature]

COMMENT(S):

Code 871

Attention: \_\_\_\_\_

Mail: Name and Address

**CORPORATION SERVICE COMPANY**  
STE 1660  
7 ST. PAUL STREET  
BALTIMORE MD 21202

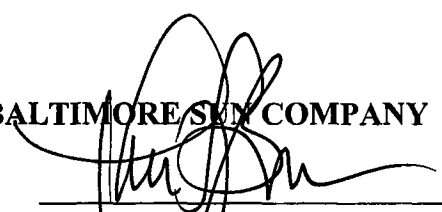
*[Faint handwritten notes]*

### Stamp Work Order and Customer Number HERE

CUST ID: 0002838036  
WORK ORDER: 0004054616  
DATE: 11-26-2012 01:28 PM  
AMT. PAID: \$196.00

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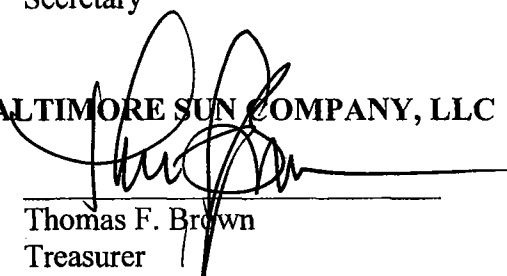
**THE BALTIMORE SUN COMPANY**

By:   
Name: Thomas F. Brown  
Title: Senior Vice President / Treasurer

Attest:

By: \_\_\_\_\_  
Name: David P. Eldersveld  
Title: Secretary

**THE BALTIMORE SUN COMPANY, LLC**

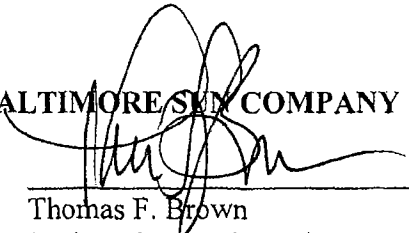
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Title: Treasurer

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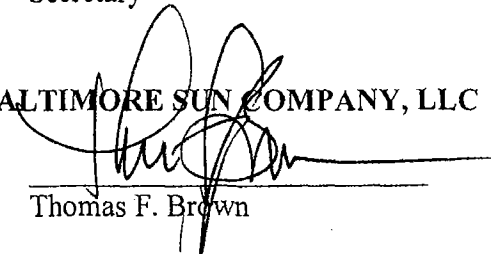
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Name: Thomas F. Brown  
Title:

Attest:

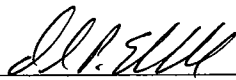
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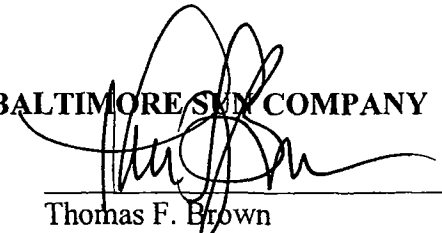
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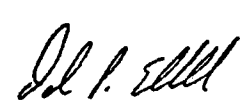
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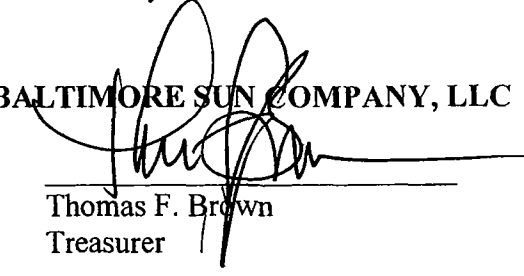
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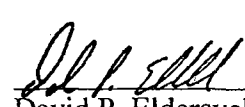
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