TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/19/2007

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Media West - GSI, Inc.		12/18/2007	CORPORATION: DELAWARE
Media West - APP, Inc.		12/18/2007	CORPORATION: DELAWARE
Media West - GMP, Inc.		12/18/2007	CORPORATION: DELAWARE
Media West - GUP, Inc.		12/18/2007	CORPORATION: DELAWARE
Media West - UWI, Inc.		12/18/2007	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Gannett Satellite Information Network, Inc.
Street Address:	7950 Jones Branch Drive
City:	McLean
State/Country:	VIRGINIA
Postal Code:	22107
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 143

Property Type	Number	Word Mark
Registration Number:	2034240	GMTI
Registration Number:	2025979	GANNETT MEDIA TECHNOLOGIES INTERNATIONAL
Registration Number:	1522571	ROCKFORD MAGAZINE
Registration Number:	2174561	CELEBRO
Registration Number:	2560782	CELEBRO CITY SERVER
Registration Number:	2305324	AUTOCHOOSER
Registration Number:	2322583	MOTOR DIGEST
Registration Number:	1641510	ADDRESSMATCH
Registration Number:	1646537	REVERSEMATCH

OP $3590.00 2034240

Registration Number:	1167607	TELEMATCH
Registration Number:	1504253	BIZMATCH
Registration Number:	2334772	BUYERS' DIGEST
Registration Number:	2833421	CE DIRECT
Registration Number:	2181167	CAREER FITNESS
Registration Number:	1500500	NURSING SPECTRUM
Registration Number:	1785530	NURSING SPECTRUM
Registration Number:	1782891	MOVING NETWORK
Registration Number:	2548176	POWER POST
Registration Number:	2517352	BLEND VOCATION WITH VACATION
Registration Number:	2466786	HOSPITALHUB.COM
Registration Number:	2494259	HOSPITALHUB.COM
Registration Number:	942985	GNS
Registration Number:	3209869	INFINET
Registration Number:	1980402	INFINET
Registration Number:	1938802	NURSEWEEK
Registration Number:	2592424	NURSINGHANDS
Registration Number:	2613709	HOMETOWN COMMUNICATIONS NETWORK
Registration Number:	2613710	HOMETOWN COMMUNICATIONS NETWORK PUTTINGYOU IN TOUCH WITH YOUR WORLD
Registration Number:	2644953	HOMETOWN COMMUNICATIONS NETWORK PUTTINGYOU IN TOUCH WITH YOUR WORLD.
Registration Number:	3195202	PATHWAYS TO PROFESSIONAL DEVELOPMENT
Registration Number:	2016647	MINT MAGAZINE
Registration Number:	2752632	PRESS & SUN-BULLETIN
Registration Number:	2302203	THE CINCINNATI ENQUIRER
Registration Number:	2993426	CIN WEEKLY
Registration Number:	3033201	CIN WEEKLY
Registration Number:	2755823	COURIER NEWS
Registration Number:	2171442	COURIER-POST
Registration Number:	2752629	COURIER-POST
Registration Number:	1610752	TELEREACH
Registration Number:	2256492	SPOT NEWS
Registration Number:	2478621	THE HIRE ANSWER
Registration Number:	2243458	COURIER POST ONLINE

Registration Number:	2831765	THE NEWS-MESSENGER
Registration Number:	2668907	THE LINE
Registration Number:	2950670	THE GREATER NEW YORK WINE & FOOD EXPO
Registration Number:	2267383	THE JOURNAL NEWS
Registration Number:	2894685	GREAT FALLS TRIBUNE
Registration Number:	2794129	GREEN BAY PRESS-GAZETTE
Registration Number:	2788460	THE ITHACA JOURNAL
Registration Number:	2894692	THE JACKSON SUN
Registration Number:	2790717	THE BURLINGTON FREE PRESS
Registration Number:	2951088	PUBLIC OPINION
Registration Number:	2894674	NORWICH BULLETIN
Registration Number:	2790716	POUGHKEEPSIE JOURNAL
Registration Number:	2320943	ROCKFORD REGISTER STAR
Registration Number:	2285589	THE TENNESSEAN
Registration Number:	2939316	DAVIDSON A.M.
Registration Number:	2937395	WILLIAMSON A.M.
Registration Number:	2617955	LOCAL JOBS. NATIONAL OPPORTUNITIES.
Registration Number:	2649067	USA TODAY CAREERS NETWORK
Registration Number:	2760124	SMARTER TRIPS START HERE
Registration Number:	1738275	USA TODAY BASEBALL WEEKLY
Registration Number:	2707001	TODAY IN THE SKY
Registration Number:	2862225	USA TODAY STOCK METER
Registration Number:	1777856	GEOTOPIA
Registration Number:	2904326	STAT RAT
Registration Number:	2918560	USA TODAY SNAPSHOTS
Registration Number:	3014611	SCIENCE TODAY
Registration Number:	3018783	USA TODAY FOOTBALL WEEKLY
Registration Number:	2900307	USA TODAY SPORTS WEEKLY
Registration Number:	1399353	THE NATION'S NEWSPAPER
Registration Number:	1332045	USA TODAY
Registration Number:	1337847	USA TODAY
Registration Number:	1334239	USA TODAY
Registration Number:	1415845	USA TODAY
Registration Number:	1415846	USA TODAY
Registration Number:	1337848	USA TODAY

Registration Number:	1330859	USA TODAY
Registration Number:	2316320	EXPERIENCE TODAY
Registration Number:	3003527	MATH TODAY
Registration Number:	1509332	USA TODAY
Registration Number:	1517220	USA TODAY
Registration Number:	1562102	
Registration Number:	1564380	
Registration Number:	2555967	EXPERIENCE THE NEWS NOW
Registration Number:	1554646	USA SNAPSHOTS
Registration Number:	3361301	USA TODAY
Registration Number:	3304991	THE NATION'S HOMEPAGE
Registration Number:	2747008	OBSERVER-DISPATCH
Registration Number:	2839968	WAUSAU DAILY HERALD
Registration Number:	3266891	ADVERTISING THE FINEST BUSINESSES
Registration Number:	2007462	CLIPPER MAGAZINE
Registration Number:	2452875	CLIPPER MAGAZINE
Registration Number:	2463729	LOGON. PRINT COUPONS. SAVE.
Registration Number:	2544011	THE EVERYTHING BOOK
Registration Number:	2544184	THE EVERYTHING BOOK
Registration Number:	2739667	MY NEW HOME
Registration Number:	2530915	THE BEST LOCAL ADVERTISING IN AMERICA. PERIOD.
Registration Number:	2839738	THE BEST LOCAL ADVERTISING IN AMERICA. PERIOD.
Registration Number:	2545361	THE BEST LOCAL ADVERTISING IN AMERICA
Registration Number:	2839739	THE BEST LOCAL ADVERTISING IN AMERICA
Registration Number:	2564153	MYCLIPPER
Registration Number:	2927701	CLIPPER MAGAZINE
Registration Number:	3025083	LOYAL CUSTOMER CLUB
Registration Number:	1543492	THE COUPON CLIPPER
Registration Number:	1536672	THE COUPON CLIPPER
Registration Number:	2470333	SAVVY SHOPPER
Registration Number:	3376530	THE USA TODAY HOLLYWOOD HERO AWARD
Serial Number:	77070123	TODAY IN PT
Serial Number:	76561704	MAURY A.M.
Serial Number:	76600806	WILSON A.M.
Serial Number:	77231163	OPEN AIR MAGAZINE

Serial Number:	77342786	OPEN AIR
Serial Number:	77108305	USA TODAY TRAVEL ZONE
Registration Number:	2009489	ASBURY PARK PRESS
Registration Number:	1762066	SENIOR SCOOP
Registration Number:	3025064	INJERSEY.COM
Registration Number:	2999605	IN JERSEY.COM
Registration Number:	2986616	PRESSPIX
Registration Number:	2061424	HOME NEWS TRIBUNE
Registration Number:	2834181	TELEGRAPH-FORUM
Registration Number:	2894688	CHILLICOTHE GAZETTE
Registration Number:	2894690	COSHOCTON TRIBUNE
Registration Number:	2894687	LANCASTER EAGLE-GAZETTE
Registration Number:	2894689	THE MARION STAR
Registration Number:	2834178	TIMES RECORDER
Registration Number:	2755824	THE POST-CRESCENT
Registration Number:	2839966	HERALD TIMES REPORTER
Registration Number:	2839967	MARSHFIELD NEWS-HERALD
Registration Number:	2894676	OSHKOSH NORTHWESTERN
Registration Number:	2905821	THE SHEBOYGAN PRESS
Registration Number:	2894691	STEVENS POINT JOURNAL
Registration Number:	1974690	THE SPECTRUM
Registration Number:	2317809	MAKE A DIFFERENCE DAY
Registration Number:	2790719	STAR-GAZETTE
Registration Number:	2218737	USA WEEKEND MOST CARING COACH
Registration Number:	2354114	THE MAGAZINE THAT MAKES A DIFFERENCE
Registration Number:	1892394	MAKE A DIFFERENCE DAY NATIONAL DAY OF DOING GOOD USA WEEKEND
Registration Number:	1396754	USA WEEKEND
Registration Number:	1396789	USA WEEKEND
Registration Number:	1396804	USA WEEKEND
Registration Number:	1396805	USA WEEKEND
Serial Number:	77230705	THINKSMART

CORRESPONDENCE DATA

Fax Number: (202)776-4981

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone:	(202) 776-2806
Email:	trademark@dowlohnes.com
Correspondent Name:	Mario J. Weber
Address Line 1:	1200 New Hampshire Avenue, N.W.
Address Line 2:	Suite 800
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20036

NAME OF SUBMITTER:	Mario J. Weber
Signature:	/Mario J. Weber/
Date:	02/29/2008

Total Attachments: 9
source=Media West - GANSAT Certificate of Merger#page1.tif
source=Media West - GANSAT Certificate of Merger#page2.tif
source=Media West - GANSAT Certificate of Merger#page3.tif
source=Media West - GANSAT Certificate of Merger#page4.tif
source=Media West - GANSAT Certificate of Merger#page5.tif
source=Media West - GANSAT Certificate of Merger#page6.tif
source=Media West - GANSAT Certificate of Merger#page7.tif
source=Media West - GANSAT Certificate of Merger#page8.tif
source=Media West - GANSAT Certificate of Merger#page9.tif

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:53 AM 12/18/2007
FILED 07:53 AM 12/18/2007
SRV 071333114 - 0904344 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

MEDIA WEST -APP, INC.
MEDIA WEST – EPT, INC.
MEDIA WEST – GMP, INC.
MEDIA WEST – GSI, INC.
MEDIA WEST – GUP, INC.
MEDIA WEST - UWI, INC.

into

GANNETT SATELLITE INFORMATION NETWORK, INC.,

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

Gannett Satellite Information Network, Inc., a corporation incorporated on the 10th day of December, 1980, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**Parent**"), hereby certifies as follows:

1. The Parent owns 100% of the outstanding shares of capital stock of each of:

Media West – APP, Inc., a corporation incorporated on the 23rd day of December, 1997, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**APP**");

Media West – EPT, Inc., a corporation incorporated on the 6th day of March, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**EPT**");

Media West – GMP, Inc., a corporation incorporated on the 29th day of June, 2000, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**GMP**");

Media West – GSI, Inc., a corporation incorporated on the 6th day of March, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**GSI**");

Media West – GUP, Inc., a corporation incorporated on the 29th day of June, 2000, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**GUP**"); and

Media West - UWI, Inc., a corporation incorporated on the 6th day of March, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware ("**UWI**").

2. On October 18, 2007, the Board of Directors of Parent, acting by written consent in lieu of a meeting, approved the merger of each of APP, EPT, GMP, GSI, GUP and UWI into Parent and adopted the resolutions attached to this Certificate of Ownership and Merger as Exhibit A.

3. Parent will be the surviving corporation in the mergers and the name of the surviving corporation will continue to be "Gannett Satellite Information Network, Inc."

IN WITNESS WHEREOF, the Parent has caused this Certificate to be duly executed by an authorized officer this 17TH day of December, 2007.

GANNETT SATELLITE INFORMATION NETWORK, INC.,

By: Todd Mayman

Name: Todd A. Mayman
Title: Secretary

EXHIBIT A

RESOLUTIONS
of the
BOARD OF DIRECTORS
of
GANNETT SATELLITE INFORMATION NETWORK, INC.
("GANSAT")

GANSAT Mergers

WHEREAS, GANSAT owns all of the issued and outstanding capital stock of:

Media West – APP, Inc. ("**APP**")
Media West – EPT, Inc. ("**EPT**")
Media West – GMP, Inc. ("**GMP**")
Media West – GSI, Inc. ("**GSI**")
Media West – GUP, Inc. ("**GUP**"), and
Media West - UWI, Inc. ("**UWI**")

all of which are Delaware corporations; and

WHEREAS, the Board desires to merge APP, EPT, GMP, GSI, GUP, and UWI with and into GANSAT.

NOW, THEREFORE, BE IT RESOLVED, that pursuant to Section 253 of the Delaware General Corporation Law, APP, EPT, GMP, GSI, GUP and UWI will merge with and into GANSAT (the "**GANSAT Merger**") in accordance with the Plans of Merger attached hereto (the "**GANSAT Plans of Merger**");

RESOLVED FURTHER, that the Board hereby authorizes, adopts and approves the GANSAT Plans of Merger, including any exhibits thereto, and any and all other agreements referred to therein or contemplated thereby and required to be executed by and on behalf of GANSAT in connection therewith, and all the transactions described therein and contemplated thereunder, including, without limitation, the GANSAT Merger;

RESOLVED FURTHER, that the GANSAT Merger shall be effective upon the making of the appropriate filing(s) or at such other time as may be determined by the officers of GANSAT;

RESOLVED FURTHER, that any officer of GANSAT be, and hereby is, authorized to do any and all acts on behalf of GANSAT, including signing documents and causing them to be filed in the appropriate state and county offices, which such officer may deem necessary or advisable to carry out the purpose and intentions of the foregoing resolutions and to effectuate the GANSAT Merger; and

RESOLVED FURTHER, that all actions taken and all agreements, instruments, reports, documents and regulatory and other notices executed, delivered or filed through the date hereof, and all actions to be taken and all agreements, instruments, reports, documents and regulatory and other notices to be executed, delivered or filed after the date hereof, by the authorized officers of GANSAT, or any agents, attorneys, accountants and outside consultants of GANSAT in connection with or with respect to effectuating all or any of the foregoing resolutions hereby are authorized, approved, ratified and confirmed in all respects.

PLAN OF MERGER

OF

MEDIA WEST – APP, INC.

WITH AND INTO

GANNETT SATELLITE INFORMATION NETWORK, INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Satellite Information Network, Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – APP, Inc., a Delaware corporation.

2. The name of the parent corporation is Gannett Satellite Information Network, Inc., a Delaware corporation.

3. Gannett Satellite Information Network, Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – APP, Inc.

4. The subsidiary corporation, Media West – APP, Inc. (the "**Merging Corporation**"), shall merge with and into the parent corporation, Gannett Satellite Information Network, Inc. (the "**Surviving Corporation**"), with Gannett Satellite Information Network, Inc. surviving the merger.

5. The manner and basis of converting the shares of the Merging Corporation are as follows:

(a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.

(b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.

(c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.

(d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.

5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.

PLAN OF MERGER

OF

MEDIA WEST – EPT, INC.

WITH AND INTO

GANNETT SATELLITE INFORMATION NETWORK, INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Satellite Information Network, Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – EPT, Inc., a Delaware corporation.

2. The name of the parent corporation is Gannett Satellite Information Network, Inc., a Delaware corporation.

3. Gannett Satellite Information Network, Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – EPT, Inc.

4. The subsidiary corporation, Media West – EPT, Inc. (the "**Merging Corporation**"), shall merge with and into the parent corporation, Gannett Satellite Information Network, Inc. (the "**Surviving Corporation**"), with Gannett Satellite Information Network, Inc. surviving the merger.

5. The manner and basis of converting the shares of the Merging Corporation are as follows:

(a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.

(b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.

(c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.

(d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.

5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.

PLAN OF MERGER

OF

MEDIA WEST – GMP, INC.

WITH AND INTO

GANNETT SATELLITE INFORMATION NETWORK, INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Satellite Information Network, Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – GMP, Inc., a Delaware corporation.

2. The name of the parent corporation is Gannett Satellite Information Network, Inc., a Delaware corporation.

3. Gannett Satellite Information Network, Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – GMP, Inc.

4. The subsidiary corporation, Media West – GMP, Inc. (the "**Merging Corporation**"), shall merge with and into the parent corporation, Gannett Satellite Information Network, Inc. (the "**Surviving Corporation**"), with Gannett Satellite Information Network, Inc. surviving the merger.

5. The manner and basis of converting the shares of the Merging Corporation are as follows:

(a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.

(b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.

(c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.

(d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.

5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.

PLAN OF MERGER

OF

MEDIA WEST – GSI, INC.

WITH AND INTO

GANNETT SATELLITE INFORMATION NETWORK, INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Satellite Information Network, Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – GSI, Inc., a Delaware corporation.

2. The name of the parent corporation is Gannett Satellite Information Network, Inc., a Delaware corporation.

3. Gannett Satellite Information Network, Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – GSI, Inc.

4. The subsidiary corporation, Media West – GSI, Inc. (the "**Merging Corporation**"), shall merge with and into the parent corporation, Gannett Satellite Information Network, Inc. (the "**Surviving Corporation**"), with Gannett Satellite Information Network, Inc. surviving the merger.

5. The manner and basis of converting the shares of the Merging Corporation are as follows:

(a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.

(b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.

(c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.

(d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.

5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.

PLAN OF MERGER

OF

MEDIA WEST – GUP, INC.

WITH AND INTO

GANNETT SATELLITE INFORMATION NETWORK, INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Satellite Information Network, Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – GUP, Inc., a Delaware corporation.

2. The name of the parent corporation is Gannett Satellite Information Network, Inc., a Delaware corporation.

3. Gannett Satellite Information Network, Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – GUP, Inc.

4. The subsidiary corporation, Media West – GUP, Inc. (the **"Merging Corporation"**), shall merge with and into the parent corporation, Gannett Satellite Information Network, Inc. (the **"Surviving Corporation"**), with Gannett Satellite Information Network, Inc. surviving the merger.

5. The manner and basis of converting the shares of the Merging Corporation are as follows:

(a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.

(b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.

(c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.

(d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.

5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.

PLAN OF MERGER

OF

MEDIA WEST – UWI, INC.

WITH AND INTO

GANNETT SATELLITE INFORMATION NETWORK, INC.

THIS PLAN OF MERGER was approved by the board of directors of Gannett Satellite Information Network, Inc. pursuant to Section 253 of the Delaware General Corporation Law:

1. The name of the subsidiary corporation is Media West – UWI, Inc., a Delaware corporation.

2. The name of the parent corporation is Gannett Satellite Information Network, Inc., a Delaware corporation.

3. Gannett Satellite Information Network, Inc. owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Media West – UWI, Inc.

4. The subsidiary corporation, Media West – UWI, Inc. (the "**Merging Corporation**"), shall merge with and into the parent corporation, Gannett Satellite Information Network, Inc. (the "**Surviving Corporation**"), with Gannett Satellite Information Network, Inc. surviving the merger.

5. The manner and basis of converting the shares of the Merging Corporation are as follows:

(a) No cash or other consideration shall be paid or delivered for shares of the Merging Corporation.

(b) The shares of the Merging Corporation shall not be converted into cash, securities or other obligations of the Surviving Corporation, but shall be surrendered and cancelled.

(c) All the issued and outstanding shares of the Surviving Corporation shall remain unchanged in the hands of the holder thereof as issued and outstanding shares of the Surviving Corporation.

(d) The Surviving Corporation shall assume all obligations of the Merging Corporation and upon the effectiveness of the merger, all property, rights, privileges, franchises, patents, trademarks, licenses, registrations and other assets of every kind and description of the Merging Corporation shall be transferred to and vested in the Surviving Corporation without any further act or deed.

5. This Plan of Merger is intended to qualify as a tax-free liquidation under Section 332(a) of the Internal Revenue Code of 1986, as amended.