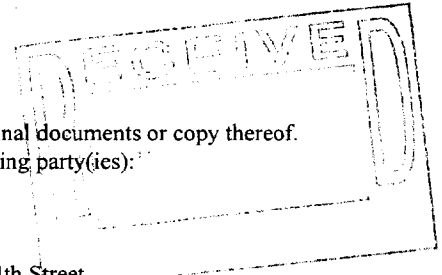




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**RM COVER SHEET
RKS ONLY**



TO THE ASSISTANT COMMISSIONER OF PATENTS AND TRADEMARKS: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): (If multiple assignors, list numerically)

Freedom Communications, Inc.

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - State California
- Other:

Additional name(s) of conveying party(ies) attached?
 Yes No

*MLO
5-21-99*

2. Name and address of receiving party(ies):

Name: Odessa American
Internal Address:
Street Address: 222 East 4th Street
City: Odessa State: Texas ZIP: 79761

- Individual
- Association
- General Partnership - Texas
- Limited Partnership
- Corporation - State
- Other:

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)
Additional name(s) and address(es) attached?
 Yes No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

22

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) May 12, 1999

tm

4. Application number(s) or registration number(s):

- a. Trademark Application No(s):
- b. Trademark Registration No:
1,771,382

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Steven J. Nataupsky
KNOBBE, MARTENS, OLSON & BEAR, LLP
Customer No. 20,995
Internal Address: Sixteenth Floor
Street Address: 620 Newport Center Drive
City: Newport Beach State: CA ZIP: 92660
Attorney's Docket No.: FREEDO9.001T

7. Total fee (37 CFR 3.41): \$40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

6. Total number of applications and registrations involved: 1

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the original document.

Steven J. Nataupsky
Name of Person Signing

[Signature]
Signature

May 18, 1999
Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

05/24/1999 JSHABAZZ 00000195 1771382

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FREED09.001T

TRADEMARK ASSIGNMENT

This Trademark Assignment (hereinafter referred to as "Assignment") is effective as of the 12th day of May, 1999, by and between Freedom Communications, Inc., a California corporation having a place of business at 17666 Fitch, Irvine, CA 92614 (hereinafter referred to as "ASSIGNOR"), and Odessa American, a Texas general partnership having a place of business at 222 East 4th Street, Odessa, TX 79761 (hereinafter referred to as "ASSIGNEE").

WHEREAS, ASSIGNOR has adopted, used, is using, and is, to the best of its knowledge and belief, the owner of the trademarks listed in Schedule A, attached hereto and incorporated herein by this reference, and all other rights appurtenant thereto, including, but not limited to, all common law rights, trade name rights, causes of action, and the right to recover for past infringement (hereinafter collectively referred to as "Trademarks") worldwide;

WHEREAS, ASSIGNOR has acquired goodwill associated with and symbolized by said Trademarks and has not abandoned the same;

WHEREAS, ASSIGNOR is the owner of the federal trademark registration relating to the Trademarks listed in Schedule B, attached hereto and incorporated herein by reference (hereinafter referred to as "Registration");

WHEREAS, ASSIGNEE is desirous of acquiring all right, title, and interest in and to the Trademarks and Registration and

WHEREAS, ASSIGNOR is willing to assign to ASSIGNEE all right, title, and interest as ASSIGNOR may possess in and to the Trademarks and Registration;

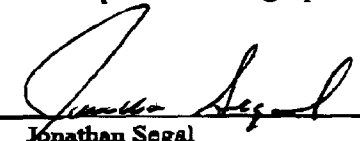
NOW, THEREFORE, for good and adequate consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns and sells to ASSIGNEE all right, title, and interest as ASSIGNOR may possess in and to the following:

- (1) the Trademarks set forth in Schedule A; and
- (2) the Registration set forth in Schedule B;

together with the goodwill symbolized by said Trademarks and Registration concurrent with the transfer of certain tangible assets as indicia of said goodwill.

Executed at Irvine, California, this 12th day of May, 1999.

Freedom Communications, Inc.
a California corporation having a place of business at 17666 Fitch, Irvine, CA 92614

By: 
Jonathan Segal
Senior Vice President and President
Community Newspapers Division

FREED09.001T
TRADEMARK ASSIGNMENT
Page 2

STATE OF)
) ss.
COUNTY OF)

On May ^{12th} 1999 before me, Beverly A. Blackwell, personally appeared Jonathian Segal personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]

Beverly A. Blackwell
Signature



SCHEDULES TO TRADEMARK ASSIGNMENT

SCHEDULE A

Marks: WEST TEXAS WHEELS SHOPPER



SCHEDULE B

Federal Trademark Registration:

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>INTL. CLASS</u>
WEST TEXAS WHEELS SHOPPER and Design	1,771,382	May 18, 1993	16

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