

Client Code: FREDO9.001

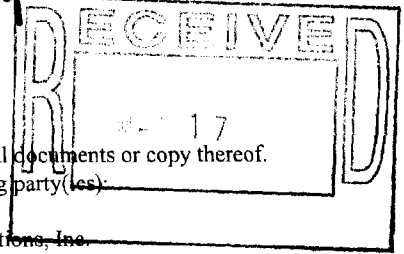
05-27-1999



101047753

MKD 5-17-99

COVER SHEET 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 Newspapers, Inc.

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

Additional name(s) of conveying party(ies) attached?

Yes No

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

Name: Freedom Communications, Inc.
 Internal Address:
 Street Address: 17666 Fitch
 City: Irvine State: CA ZIP: 92614-6022

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

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) April 21, 1994

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.: FREDO9.001T

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

May 17, 1999
Date

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

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

05/25/1999 JS#ABAZZ 00000153 1771382

01 FC:481

40.00 DP

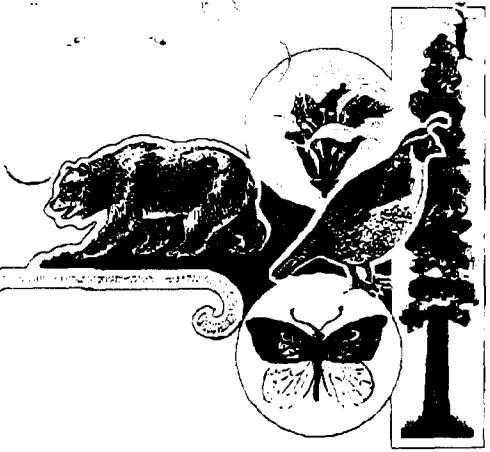
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

F:\DOCS\SJN\SJN-1414.DOC:051499

TRADEMARK
REEL: 001903 FRAME: 0350

State of California

OFFICE OF THE SECRETARY OF STATE



I, *TONY MILLER*, Acting Secretary of State of the State of California, hereby certify:

That on the 23rd day of November, 1993

there was filed in this office a Certificate of Amendment

whereby Article I of the Articles of Incorporation of

FREEDOM NEWSPAPERS, INC.

a California corporation, was amended to set forth a change of corporate name to FREEDOM COMMUNICATIONS, INC.

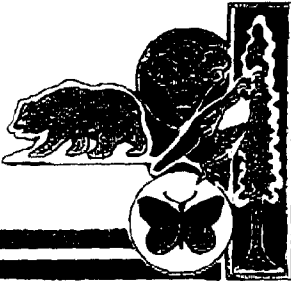


IN WITNESS WHEREOF, I
execute this certificate and
affix the Great Seal of the
State of California this
21st day of April, 1994

Tony Miller
Acting Secretary of State

TRADEMARK

REEL: 001903 FRAME: 0351



State of California

SECRETARY OF STATE'S OFFICE

FREEDOM COMMUNICATIONS, INC.

I, *TONY MILLER*, Acting Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

APR 21 1994



Tony Miller
Acting Secretary of State

NEED

126705

A439585

FILED

In the office of the Secretary of State
of the State of California

NOV 23 1993

March Fong Eu
MARCH FONG EU, Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
FREEDOM NEWSPAPERS, INC.

James N. Rosse and Richard A. Wallace certify that:

1. They are the President and Secretary, respectively, of Freedom Newspapers, Inc., a California corporation (the "Corporation").
2. Article I of the Articles of Incorporation of this Corporation is amended to read as follows:

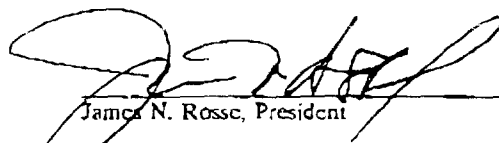
ARTICLE I

The name of this Corporation is Freedom Communications, Inc."

3. The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors.
4. The foregoing amendment of Articles of Incorporation has been duly approved by the required vote of the shareholders in accordance with Section 902 of the Corporations Code. The Corporation has two classes of shares outstanding. The total number of outstanding shares of Series A Common Stock of the Corporation is 1,877,026.24 and the total number of outstanding shares of Series B Common Stock of the Corporation is 7,021,845.86. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50% of the Series A Common Stock.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Dated: November 15, 1993.


James N. Rosse, President


Richard A. Wallace, Secretary

CPWPS\FREEDOM\COMMUNICATIONS\FNLAMD