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Secretary of State
Received and Filed
09/02/2008 2:22:37 PM
Fee Receipt: \$50.00

**ARTICLES OF MERGER
OF
TOTALVID, INC., A VIRGINIA CORPORATION; CS MAGAZINE OF KENTUCKY,
INC., A KENTUCKY CORPORATION AND LANDMARK COM, INC., A NEVADA
CORPORATION
WITH AND INTO
LANDMARK NEWSPAPERS, INC., A VIRGINIA CORPORATION**

The following Articles of Merger are submitted in accordance with Section 271B.11-50 of the Kentucky Revised Statutes, as amended:

I.

The name and state of incorporation of each of the constituent corporations involved in the merger contemplated by these Articles of Merger are as follows:

<u>Name</u>	<u>State of Incorporation</u>
TotalVid, Inc.	Virginia
CS Magazine of Kentucky, Inc.	Kentucky
Landmark COM, Inc.	Nevada
Landmark Newspapers, Inc.	Virginia

II.

The Plan of Merger, pursuant to which TotalVid, Inc., CS Magazine of Kentucky, Inc. and Landmark COM, Inc. (collectively, the "Merging Corporation") shall merge with and into Landmark Newspapers, Inc. (the "Surviving Corporation") is attached hereto as Exhibit A and made a part of these Articles of Merger (the "Plan of Merger").

III.

The Plan of Merger was adopted by each of the Merging Corporations and the Surviving Corporation as follows:

A. Pursuant to Section 13.1-718 of the Code of Virginia, 1950, as amended, the Board of Directors of TotalVid, Inc. approved and adopted the Plan of Merger and submitted the Plan of Merger to the sole shareholder of TotalVid, Inc for approval. There were 1,000

outstanding shares of common stock of TotalVid, Inc., each of which was entitled to vote on the Plan of Merger. All 1,000 votes were cast in favor of the Plan of Merger by record of action in writing by the sole shareholder dated as of September 2, 2008.

B. Pursuant to Section 271B.11-030 of the Kentucky Revised Statutes, as amended, the Board of Directors of CS Magazine of Kentucky, Inc. approved and adopted the Plan of Merger and submitted the Plan of Merger to the sole shareholder of CS Magazine of Kentucky, Inc. for approval. There were 1,000 outstanding shares of common stock of CS Magazine of Kentucky, Inc., each of which was entitled to vote on the Plan of Merger. All 1,000 votes were cast in favor of the Plan of Merger by record of action in writing by the sole shareholder dated as of September 2, 2008.

C. Pursuant to Section 92A.120 of the Nevada Revised Statutes, as amended, the Board of Directors of Landmark COM, Inc. approved and adopted the Plan of Merger and submitted the Plan of Merger to the sole shareholder of Landmark COM, Inc. for approval. There were 1,000 outstanding shares of common stock of Landmark COM, Inc., each of which was entitled to vote on the Plan of Merger. All 1,000 votes were cast in favor of the Plan of Merger by record of action in writing by the sole shareholder dated as of September 2, 2008.

D. Pursuant to Section 13.1-718 of the Code of Virginia, 1950, as amended, the Board of Directors of the Surviving Corporation approved and adopted the Plan of Merger and submitted the Plan of Merger to the sole shareholder of the Surviving Corporation for approval. There were 100 outstanding shares of common stock of the Surviving Corporation, each of which was entitled to vote on the Plan of Merger. All 100 votes were cast in favor of the Plan of Merger by record of action in writing by the sole shareholder dated as of September 2, 2008.

IV.

The foregoing Plan of Merger is permitted by the laws of the Commonwealth of Virginia, the Commonwealth of Kentucky and the State of Nevada under which the Merging Corporations are incorporated, and the Commonwealth of Virginia, under which the Surviving Corporation is incorporated. Each of the Merging Corporations and the Surviving Corporation have complied with all applicable provisions of the respective applicable law in authorizing and effecting the Merger, and all conditions required by the laws of the Commonwealth of Virginia, the Commonwealth of Kentucky and the State of Nevada will be satisfied in connection with the Merger.

V.

The merger contemplated by these Articles of Merger shall occur and be effective on September 4, 2008.

* * * * *

The undersigned declare that the facts herein stated are true as of September 2, 2008.

MERGING CORPORATIONS:

TOTALVID, INC., a Virginia corporation

By: [Signature] (SEAL)
Name: Guy R. Fiddell, III
Title: Secretary

CS MAGAZINE OF KENTUCKY, INC.,
a Kentucky corporation

By: [Signature] (SEAL)
Name: Guy R. Fiddell, III
Title: Secretary

LANDMARK COM, INC.,
a Nevada corporation

By: [Signature] (SEAL)
Name: Guy R. Fiddell, III
Title: Vice President

SURVIVING CORPORATION:

LANDMARK NEWSPAPERS, INC.,
a Virginia corporation

By: [Signature] (SEAL)
Name: Guy R. Fiddell, III
Title: Secretary

**PLAN OF MERGER
OF
TOTALVID, INC., A VIRGINIA CORPORATION; CS MAGAZINE OF KENTUCKY,
INC., A KENTUCKY CORPORATION; AND LANDMARK COM, INC., A NEVADA
CORPORATION,
WITH AND INTO
LANDMARK NEWSPAPERS, INC., A VIRGINIA CORPORATION**

1. The name, address, jurisdiction of incorporation and governing law of each constituent corporation to the merger contemplated by these Articles of Merger (the "Merger") are TotalVid, Inc., a corporation governed by Virginia law, the address of which is 150 West Brambleton Avenue, Norfolk, Virginia 23510; CS Magazine of Kentucky, Inc., a corporation governed by Kentucky law, the address of which is 601 Taylorsville Road, Shelbyville, Kentucky 40065; Landmark COM, Inc., a corporation governed by Nevada law, the address of which is 3228 Channel 8 Drive, Las Vegas, Nevada 89114; and Landmark Newspapers, Inc., a corporation governed by Virginia law, the address of which is 150 West Brambleton Avenue, Norfolk, Virginia 23510. TotalVid, Inc., CS Magazine of Kentucky, Inc., Landmark COM, Inc. (collectively, the "Merging Corporations") will merge with and into Landmark Newspapers, Inc. (the "Surviving Corporation").

2. The Surviving Corporation in the Merger is Landmark Newspapers, Inc., a Virginia corporation.

3. Each of the Merging Corporations and the Surviving Corporation is a wholly-owned subsidiary of Landmark Communications, Inc., a Virginia corporation.

4. On the Effective Date of the Merger: (a) first, all of the assets and liabilities of TotalVid, Inc. shall become assets and liabilities of the Surviving Corporation and all of the issued and outstanding shares of stock in TotalVid, Inc. shall, without any action on the part of the holder thereof, be cancelled, and no additional shares of stock of the Surviving Corporation shall be

issued or paid therefor; (b) then, all of the assets and liabilities of CS Magazine of Kentucky, Inc. shall become assets and liabilities of the Surviving Corporation and all of the issued and outstanding shares of stock in CS Magazine of Kentucky, Inc. shall, without any action on the part of the holder thereof, be cancelled, and no additional shares of stock of the Surviving Corporation shall be issued or paid therefor; and (c) then, all of the assets and liabilities of Landmark COM, Inc. shall become assets and liabilities of the Surviving Corporation and all of the issued and outstanding shares of stock in Landmark COM, Inc. shall, without any action on the part of the holder thereof, be cancelled, and no additional shares of stock of the Surviving Corporation shall be issued or paid therefor. The authorized, issued and outstanding shares of capital stock of the Surviving Corporation shall not be affected in any way by the Merger and shall constitute all of the authorized, issued and outstanding shares of capital stock of the Surviving Corporation from and after the Effective Date.

5. This Plan of Merger shall constitute a tax-free "plan of reorganization" within the meaning of Section 368 of the Internal Revenue Code.

6. The Articles of Incorporation and Bylaws of the Surviving Corporation at the Effective Time shall be the Articles of Incorporation and Bylaws of the merged corporations from and after the Effective Time unless and until amended or restated in accordance with applicable law.

7. The foregoing Plan of Merger is permitted by the laws of the State of Nevada, the Commonwealth of Kentucky and the Commonwealth of Virginia under which the constituent corporations are incorporated. Each of the Merging Corporations and the Surviving Corporation has complied with all applicable provisions of Kentucky law, Virginia law and Nevada law in effecting the Merger, and all conditions required by the laws of the Commonwealth of Kentucky,

the Commonwealth of Virginia and the State of Nevada will be satisfied in connection with the Merger.

8. This Plan of Merger may be terminated and the Merger abandoned at any time before the Effective Time by the consent in writing of either of the Merging Corporations or the Surviving Corporation.

9. The Merger shall occur and be effective on September 4, 2008.

END OF DOCUMENT