

481-4
482-50
484-120

12-17-1998

FORM PTO-1594 (Rev. 6-93) OMB No. 0651-0011 (exp. 4/94)

RECC



U.S. DEPT. OF COMMERCE Patent and Trademark Office

100870017

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): CBS Radio, Inc.
 Individual Association
 General Partnership Limited Partnership
 Corporation-State Delaware
 Other _____
Additional name(s) of conveying part(ies)
Attached? ___ Yes No

MCD
12-17-98

2. Name and address of receiving party(ies):
Name: The Baltimore Asset Trust
Internal Address: _____
Street Address: c/o 511 Walnut Street
City: Cincinnati State: OH Zip: 45202
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other Trust

3. Nature of Conveyance: 22
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 8/3/98

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) & address(es) attached? ___ Yes ___ No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)

TM

B. Trademark Registration No.(s):
1,959,989
1,944,149
1,942,819
Additional numbers attached? ___ Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Courtney G. Talty
Internal Address: _____
Street Address: 511 Walnut Street, Suite 1900
City: Cincinnati State: OH Zip: 45202

6. Total number of applications and registrations involved: 1

7. Total fee (37CFR 3.41): \$ 90.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____
(attached duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Courtney G. Talty _____ December 15, 1998
Name of Person Signing Signature Date

01/04/1999 SSMITH 00000026 1959989

Total number of pages comprising cover sheet: 1

01 FC:481 40.00 OP
02 FC:482 50.00 OP
03 FC:484 120.00 OP

WOCT TRADEMARK AND/OR SERVICE MARK ASSIGNMENT

WHEREAS, **CBS RADIO INC.**, a corporation organized under the laws of Delaware and formerly known as American Radio Systems Corporation, having its principal office at 40 West 57th Street, New York, NY 10019 (the "Assignor"), is the owner of the entire right, title, and interest in, to, and under the trademarks and/or service marks and the registrations, if applicable, thereof listed on Schedule 1 attached hereto (the "Marks")

WHEREAS, pursuant to an Assignment and Assumption Agreement dated June 4, 1998 (a true and correct copy of which is attached hereto), between the Assignor and The Baltimore Asset Trust (the "Assignee"), Assignor transferred and conveyed to the Assignee all of the non-license assets, real, personal and mixed, tangible and intangible, used, useful or necessary for the conduct of the business and operations of radio station WOCT(FM), Baltimore, Maryland;

WHEREAS, the Assignee, desires to acquire the entire right, title, and interest in and to the Marks, including the goodwill of the business with which the Mark are used, and the registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the Assignor hereby sells, assigns, and transfers to the Assignee, its successors and assigns, Assignor's entire right, title and interest in, to, and under the Marks and the registrations thereof, identified in the attached Schedule 1, together with the goodwill of the business in connection with which the Marks are used.

[Signatures immediately following on next page.]

WITNESS my hand this 3rd day of AUGUST, 1998.

ASSIGNOR:

CBS RADIO INC.

By: [Signature]
Name: Stephen A. Hildebrandt
Title: Vice President and General Counsel

STATE OF Virginia)
COUNTY OF Fairfax) ss:

On this 3rd day of August, 1998, before me personally appeared S.A. Hildebrandt the V.P. & G.C. of CBS RADIO INC., a Delaware corporation, known to me to be the same person who duly acknowledged the signing of the foregoing assignment to be his voluntary act and deed on behalf of the corporation and who executed the same for the uses and purposes therein specified.

[Signature]
Notary Public
My Commission Expires
Jan 2, 2000

SCHEDULE 1

LIST OF MARKS ASSIGNED

Registered Marks

"104.3 The Colt" (design)	Federal Reg. No. 1,959,989
"104.3 The Colt" (words)	Federal Reg. No. 1,944,149
"Soft 104.3"	Federal Reg. No. 1,942,819

RENK\116987_2