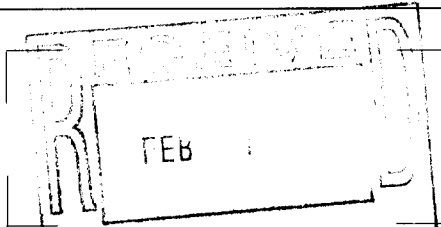


MAD
2-1-99



02-04-1999



100957463

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
 - Security Agreement Nunc Pro Tunc Assignment
 - Merger Change of Name
 - Other _____
- Effective Date
Month Day Year

Conveying Party

Mark if additional names of conveying parties attached

Name Execution Date
Month Day Year

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

02/03/1999 DCOATES 00000023 73688676

FOR OFFICE USE ONLY

01 FC:481 40.00 OP
02 FC:482 100.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 1848 FRAME: 0559

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

212-980-0120

Name

Edward H. Rosenthal

Address (line 1)

Frankfurt, Garbus, Klein & Selz, P.C.

Address (line 2)

488 Madison Avenue

Address (line 3)

New York, New York 10022

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

6

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

73688676	73403576	
73183473	73403577	
73222850		

Number of Properties

Enter the total number of properties involved.

#

5

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

140.00

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

06-1839

Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Edward H. Rosenthal, Esq.

Name of Person Signing

Edward H. Rosenthal

Signature

1/18/99

Date Signed

ASSIGNMENT OF TRADEMARKS

The Assignment is made as of December 11, 1998, by Premier Electronic Laboratories, Inc. ("ASSIGNOR"), a corporation organized under the laws of the State of Connecticut with an address at Box C, Sandy Hook, CT 06482, to Classic Radio Acquisition Corp., 2295 Corporate Blvd., N.W., Suite 222, P.O. Box 5010, Boca Raton, FL 33431 ("ASSIGNEE"),

NOW THEREFORE, for and in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, ASSIGNOR does hereby assign, sell, and transfer to ASSIGNEE, its successors and assigns, all right, title and interest in and to the trademark registrations and the associated trademarks listed on Exhibit A attached hereto and made a part hereof, together with the goodwill of the business symbolized by and associated with such trademarks.

IN WITNESS WHEREOF, ASSIGNOR has executed this Assignment.

PREMIER ELECTRONIC LABORATORIES, INC.

By: J. David Golden
Name: J. David Golden
Title: President

State of Connecticut
County of Fairfield ss. Notary

On this 11th day of December, 1998, before me personally appeared J. David Golden, to me known, who being by me duly sworn did depose and say that he is the individual described in and who executed the above instrument, and duly acknowledged that he executed the same.

Cheryl A. Ray
Notary Public
My Commission Expires:

CHERYL A. RAY
NOTARY PUBLIC
MY COMMISSION EXPIRES FEB. 28, 2002

Exhibit A

TRADEMARK SCHEDULE

Registrations

<u>MARK</u>	<u>SERIAL NO.</u>	<u>DATE REGISTERED</u>
VIDEO YESTERYEAR	73/183,473	April 7, 1981
VIDEO IMAGES	73/222,850	July 7, 1981
NAUGHTY NOSTALGIA	73/403,576	August 7, 1984
CLASS-X VIDEO	73/403,577	August 7, 1984

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IN WITNESS WHEREOF, ASSIGNOR has executed this Assignment.

PREMIER ELECTRONIC LABS., INC.

By: J. David Goldin
Name: J. David Goldin
Title: President

State of Connecticut *ss. Newtown*
County of Fairfield

On this 9th day of December, 1998, before me personally appeared J. David Goldin, to me known, who being by me duly sworn did depose and say that he is the individual described in and who executed the above instrument, and duly acknowledged that he executed the same.

Cheryl A. Ray
Notary Public
My Commission Expires:

CHERYL A. RAY
NOTARY PUBLIC
MY COMMISSION EXPIRES FEB. 28, 2002

Exhibit A

TRADEMARK SCHEDULE

Registrations

<u>MARK</u>	<u>SERIAL NO.</u>	<u>DATE REGISTERED</u>
RADIOBOOK	73/688,676	January 3, 1989