

FORM PTO-1618A

Expires 08/30/99
OMB 0651-0027

02-06-2001



U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

101584044

124107

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 # _____

MFP 1-24-01

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Change of Name
- Other _____

Effective Date
Month Day Year
10131999

Conveying Party

Mark if additional names of conveying parties attached

Name SFX Radio Network, Inc.

Execution Date
Month Day Year
11191999

Formerly _____

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

Receiving Party

Mark if additional names of receiving parties attached

Name Winstar Radio Services, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) _____

Address (line 2) 230 Park Avenue

Address (line 3) New York New York 10169
City State/Country Zip Code

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

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.)

FOR OFFICE USE ONLY

Charge 165

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

FORM PTO-1618B
Expires 06/30/99
OMB 0651-0027

Page 2

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

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

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

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

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)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1965134"/>	<input type="text" value="1966187"/>	<input type="text" value="1953690"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1900960"/>	<input type="text" value="1888922"/>	<input type="text" value="1465927"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

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: #

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.

Mary A. Donovan

Name of Person Signing


Signature

1/24/01

Date Signed

TRADEMARK

ASSIGNMENT OF TRADEMARKS

The ASSIGNMENT OF TRADEMARKS is effective as of October 13, 1999 between the parties herein.

WHEREAS, SFX RADIO NETWORK, INC., a Pennsylvania corporation having a principal place of business at 116 East 27th Street, New York, New York 10016, (hereinafter referred to as "ASSIGNOR"), is the owner of the trademarks and record owner of the United States trademark registrations and applications set forth in the SCHEDULE OF TRADEMARKS annexed hereto and made a part thereof, (hereinafter referred to as the "TRADEMARKS"); and

WHEREAS, WINSTAR RADIO SERVICES, INC., a Delaware corporation, having a principal place of business at 230 Park Avenue, New York, New York (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring the entire business or portion thereof to which the TRADEMARKS pertain, and acquiring all of the right, title and interest of ASSIGNOR in, to and under the TRADEMARKS, together with the goodwill of the business associated with the TRADEMARKS; and

NOW THEREFORE, in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR hereby transfers and assigns to ASSIGNEE the entire business or portion thereof to which the TRADEMARKS pertain and the entire right, title and interest of ASSIGNOR in and to the TRADEMARKS together with the goodwill of the business associated with the TRADEMARKS; and


ASSIGNOR, does hereby sell, assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and assigns all claims for damages by reason of past infringement of the TRADEMARKS, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, assigns, or other legal representative;

ASSIGNOR further authorizes the Commissioner of Patents and Trademarks of the United States, to record this trademark registrations and applications listed on the annexed Schedule of Trademarks as the property of ASSIGNEE; and

ASSIGNOR further agrees to execute such further documents as may be required to record ASSIGNEE as the owner of the TRADEMARKS and registrations herein assigned.

IN WITNESS WHEREOF, this instrument has been executed this 19th day of November, 1999.

SFX RADIO NETWORK, INC.

By: 
Name: Richard Liese
Title: Vice President

STATE OF NEW YORK)
)ss:
COUNTY OF)

On this ___ day of _____, 1999, did appear _____ of the
who to me personally known, did depose and say that he is
aforesaid corporation and is authorized to execute the foregoing instrument on behalf of said
corporation.

Notary Public

SCHEDULE OF TRADEMARKS

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>REGISTERED</u>
URBAN PHAT FAX	1,965,134	April 2, 1996
COUNTRY WORLD PREMIERE	1,966,187	April 9, 1996
COUNTRY DIRT	1,953,690	January 30, 1996
HOLLYWOOD BITES	1,900,960	June 20, 1995
COUNTRY KICKERS	1,888,922	April 11, 1995
LAUGH MACHINE	1,465,927	November 17, 1987