

LAWYERS

07-27-2001



101789387

# Davis Wright Tremaine LLP

ANCHORAGE BELLEVUE CHARLOTTE HONOLULU LOS ANGELES NEW YORK  
PORTLAND SAN FRANCISCO SEATTLE WASHINGTON, D.C. SHANGHAI

NEW YORK OFFICE  
VICTOR A. KUNNER  
LAURA K. HANDMAN  
ELIZABETH A. McNAMARA  
ROBERT D. BATTIN  
SHARON L. SCHMIDT  
EDWARD J. DAVIS  
ALEXANDRA NICHOLSON

1740 BROADWAY  
NEW YORK, NY 10019

TEL (212) 489-8230  
FAX (212) 489-8340  
www.dwt.com

OF COUNSEL  
JOHN C. LANGENAU

KRISTIN E. SAUER  
CAROLYN K. FOLBY  
GREGORY A. WELCH  
SUSAN CORNICK  
JEFFREY H. BLOM  
DEIRDRE DAVIS  
ANKE F. STRINECKE  
MATTHEW A. LISSE

July 27, 2001

Via Telefax – (703) 308-7124

## RECORDATION FORM COVER SHEET - TRADEMARKS

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

Re: Release of Security Interest  
From: Fleet National Bank (f/k/a Shawmut Bank of Connecticut, N.A.)  
To: Multi-Local Media Corporation  
Recorded: August 18, 1995 at Reel/Frame 1382/0145

Sir:  
Please record the attached original document(s) or copy(ies) thereof:

1. Conveying party:  
Fleet National Bank (formerly known as Shawmut Bank of Connecticut, N.A.)  
administrative agent  
175 Water Street  
New York, NY 10038
2. Receiving party:  
Multi-Local Media Corporation  
a Delaware corporation  
100 North Centre Avenue  
Rockville Centre, New York 11570
3. Nature of Conveyance: Release of Security Interest  
Reel/Frame: 1382/0145  
Recordation Date: August 18, 1995

*CHARGE 65.00*

77269

TRADEMARK  
REEL: 002295 FRAME: 0650



July 27, 2001

Page 2

Re: Release of Security Interest Agreement

From: Fleet National Bank (f/k/a Shawmut Bank of Connecticut, N.A.)

To: Multi-Local Media Corporation

Recorded: August 18, 1995 at Reel/Frame 1382/0145

4. a) Trademark Application Numbers: 74/386,101 and 74/386,113  
b) Trademark Registration Numbers: n/a
5. Correspondent Name and Address:  
Alexandra Nicholson, Esq.  
Davis Wright Tremaine L.L.P.  
1740 Broadway, 25<sup>th</sup> Floor  
New York, NY 10019  
Tel.: 212 489-8230
6. Number of Properties (total): 2
7. Total Fee: \$75  
Authorized to be charged to deposit account.
8. Please charge our deposit account No. 040258 the sum of \$75.00 to cover the fee for recording this document in respect of two (2) trademarks. Please charge any deficiency or credit any overcharge to said Deposit Account.
9. 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.

Sincerely,

Alexandra Nicholson

July 27, 2001

**CERTIFICATE OF FACSIMILE TRANSMISSION**

Facsimile Number: (703) 308-7124 - Assignment Branch

I certify that this correspondence is being sent by facsimile transmission via the above facsimile number to: Hon. Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231, on the date indicated below.

Transmission Date: July 27, 2001

Signature:   
Phyllis Schoenberg

**TERMINATION AND RELEASE OF SECURITY INTEREST  
IN TRADEMARKS**

**MULTI-LOCAL MEDIA CORPORATION**

**TERMINATION AND RELEASE OF SECURITY INTEREST IN TRADEMARKS**, dated as of September 22, 1997, by Fleet National Bank, a national banking association with an office at 175 Water Street, New York, New York 10038, formerly known as Shawmut Bank of Connecticut, N.A., as Administrative Agent (in such capacity the "Administrative Agent") for the Lenders (as such terms are defined in the Credit Agreement as defined herein)(collectively, the "Creditors") pursuant to a Credit Agreement dated as of August 2, 1995 (as amended and in effect from time to time, the "Credit Agreement"), by and among Multi-Local Media Corporation (the "**Company**") the Borrower, the Syndication Agent (as such terms are defined in the Credit Agreement), the Lenders and the Administrative Agent.

**WHEREAS**, the Company and the Administrative Agent entered into (a) the Credit Agreement, (b) a Guarantor Security Agreement dated as of August 2, 1995 (as amended and in effect from time to time, the "Security Agreement"), and (c) a Trademark Collateral Security and Pledge Agreement dated as of August 2, 1995 (as amended and in effect from time to time, the "Trademark Agreement"), which Trademark Agreement was recorded with the United States Patent and Trademark Office on August 18, 1995 at Reel 1382, Frame 0145, each for the purpose of securing certain obligations of the Company to the Creditors;

**WHEREAS**, pursuant to the Credit Agreement, the Security Agreement, and the Trademark Agreement, the Company granted to the Administrative Agent a continuing security interest in and first priority lien on all of the Pledged Trademarks (as defined in the Trademark Agreement and collectively known hereinafter as the "Trademarks", including without limitation the Trademarks identified on Exhibit A attached hereto), and pledged, mortgaged, and hypothecated (but did not transfer title to) the Trademarks to the Administrative Agent; and

**WHEREAS**, the Company has agreed to satisfy all of the Obligations (as defined in the Credit Agreement) and the Administrative Agent has agreed to terminate and release its security interest and its right, title and interest in the Trademarks as herein provided.

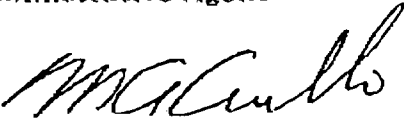
**NOW, THEREFORE**, for valuable consideration and pursuant to the terms and conditions set forth in the Credit Agreement and the Trademark Agreement:

The Administrative Agent hereby terminates and releases its security interest and first priority lien on all of the Company's Trademarks, including without limitation the Trademarks identified on Exhibit A attached hereto, and the Administrative Agent hereby assigns and transfers to the Company, without recourse, all of the Administrative Agent's right, title and interest in and to the Trademarks, including without limitation the Trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

HAR 111443 1

-2-

FLEET NATIONAL BANK, formerly known as  
Shawmut Bank of Connecticut, N.A. as  
Administrative Agent

By:   
Title: Vice President

Accepted:

MULTI-LOCAL MEDIA CORPORATION

By: \_\_\_\_\_  
Title: \_\_\_\_\_

07/27/01 13:23 FAX 212 489 8340

D W T NY  
BDC LLP

09/29/97 12:34 880 527 5188

006  
0038/046

-2-

FLEET NATIONAL BANK, formerly known as  
Shawmut Bank of Connecticut, N.A. as  
Administrative Agent

By: *[Signature]*  
Title: Vice President

Accepted:

MULTI-LOCAL MEDIA CORPORATION

By: *[Signature]*  
Title: Treasurer

HAR 114445 1

SEP 29 '97 12:50

09/17/97 14:21

860 527 5188

BDG LLP

013

-3-

STATE OF NEW YORK )
) ss: , 1997
COUNTY OF )

On this the \_\_\_ day of September, 1997, before me \_\_\_ the undersigned officer, personally appeared \_\_\_ who acknowledged him/herself to be the \_\_\_ of FLEET NATIONAL BANK, a corporation, and that he/she as such \_\_\_ being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him/herself as such \_\_\_ and as \_\_\_ and its free act and deed.

IN WITNESS WHEREOF, I hereunto set my hand.

Notary Public
My Commission Expires: \_\_\_\_\_

STATE OF NEW YORK )
) ss: , 1997
COUNTY OF )

On this the 2nd day of September, 1997, before me Paul D. Rouse the undersigned officer, personally appeared \_\_\_ who acknowledged him/herself to be the \_\_\_ of MULTI-LOCAL MEDIA CORPORATION, a corporation, and that he/she as such \_\_\_ being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by him/herself as such \_\_\_ and as \_\_\_ and its free act and deed.

IN WITNESS WHEREOF, I hereunto set my hand.

Notary Public
My Commission Expires: 8/31/98

VERONICA OSSI LALO
Notary Public, State of New York
No. 30-4673900
Qualified in Nassau County
Commission Expires Aug. 31, 1998

HAR:114443.1

SEP 17 1997 14:39

## Exhibit A

TRADEMARKS AND TRADEMARK REGISTRATIONS

Trademark  
or  
Service Mark

Registrations --  
United States Patent and Trademark Office  
Registration No.                      Registration Date

NONE

Trademark  
or  
Service Mark

Pending Applications --  
United States Patent and Trademark Office  
Serial No.                              Filing Date

Yellow Book  
Yellow Book

74-386101  
74-386113

April 29, 1993  
April 29, 1993

**FOREIGN TRADEMARKS AND TRADEMARK REGISTRATIONS**

<u>Country/ Reference</u>	<u>Trademark or Service Mark</u>	<u>Registration --</u>	
		<u>Registration No.</u>	<u>Registration Date</u>

NONE

<u>Country/ Reference</u>	<u>Trademark or Service Mark</u>	<u>Pending Foreign Applications --</u>	
		<u>Filing Date</u>	<u>Serial No.</u>

NONE

HAR 114443.1