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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

Tab settings

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

1. Name of conveying party(ies):

Southfield Communications
Limited Partnership

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

6.12.01

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: _____

2. Name and address of receiving party(ies)

Name: Marlin Broadcasting, LLC

Internal

Address: _____

Street Address: 32 Fairfield Street

City: Boston State: MA Zip: 02116

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State _____

Other Limited Liability Company

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)

B. Trademark Registration No.(s)

1634396

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Richard A. Helmick, Esq.

Internal Address: Cohn and Marks

Street Address: 1920 N Street, NW

Suite 300

City: Washington State: DC Zip: 20036

6. Total number of applications and registrations involved: _____

1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attach 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.

Douglas H. Tanger
Name of Person Signing

6/7/01

Date

2

Total number of pages including cover sheet, attachments, and document: _____

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

Registrant: Southfield Communications Limited Partnership
Mark: WBACH
Registration No.: 1634396
Class No.: Int. Cl. 38

ASSIGNMENT OF SERVICE MARK

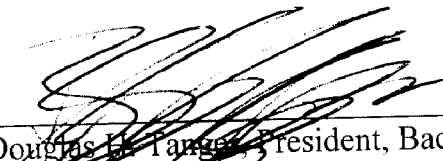
WHEREAS Southfield Communications Limited Partnership, a dissolved Delaware limited partnership, of 8 Enon Street, North Beverly, Massachusetts 01915, adopted and used a mark, WBACH, which is registered in the United States Patent and Trademark Office, Registration No. 1,634,396 (International Class 38), dated February 5, 1991;

WHEREAS Southfield Communications Limited Partnership, pursuant to a Purchase and Sale Agreement, dated July 17, 1996, sold all the assets of FM Broadcast Station WBOQ, Gloucester, Massachusetts, including the service mark WBACH, to Marlin Broadcasting, Inc., a Delaware corporation, of 32 Fairfield Street, Boston, Massachusetts 02116 which, in turn, pursuant to a Bill of Sale and General Assignment and Assumption, dated July 13, 2000, assigned its rights to the service mark WBACH to Marlin Broadcasting, LLC, a Delaware limited liability company, of 32 Fairfield Street, Boston, Massachusetts 02116;

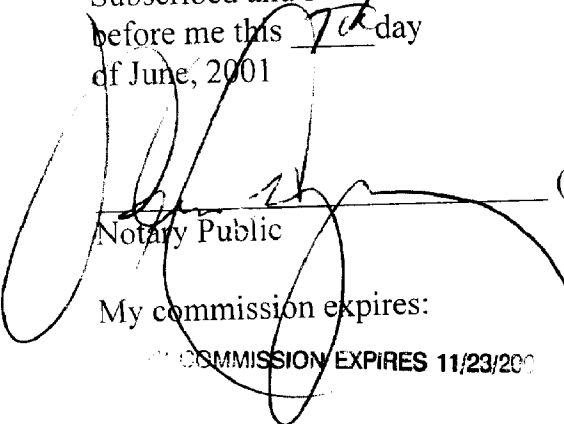
WHEREAS Marlin Broadcasting, LLC is desirous of acquiring said mark and the registration thereof;

NOW THEREFORE, for good and valuable consideration, receipt which is hereby acknowledged, Southfield does hereby assign Marlin Broadcasting, LLC, the successor in interest of Marlin Broadcasting, Inc., all right, title and interest in and to the said mark, together with the goodwill of the business symbolized by the mark, and the above identified registration thereof.

SOUTHFIELD COMMUNICATIONS LIMITED PARTNERSHIP

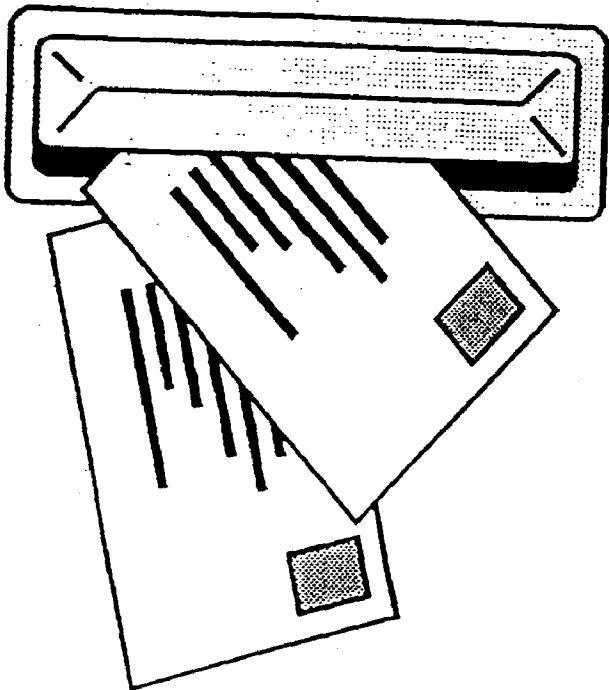
By 
Douglas E. Tanager, President, Bach Communications Corporation, General Partner

Subscribed and sworn to
before me this 7th day
of June, 2001



Notary Public (seal)
My commission expires:
COMMISSION EXPIRES 11/23/2001

CORRESPONDENCE RE-ROUTING TRANSMITTAL



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