

06-18-2002



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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)

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

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

1. Name of conveying party(ies): Toronto Dominion (Texas), Inc.

- Individual(s) Association General Partnership Limited Partnership Corporation Other: Administrative Agent

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

2. Name and address of receiving party(ies):

Name: AM FM Broadcasting, Inc.

Internal Address:

Street Address: 600 Congress Avenue, Suite 1400

City: Austin State: TX Zip: 78701

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

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

3. Nature of conveyance:

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

Execution Date: April 30, 2002

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

none

B. Trademark Registration No.(s)

2145746

Additional number(s) attached Yes No

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

Name: David L. Kuiper, Esq.

Internal Address: Latham & Watkins

Street Address: 650 Town Center Drive, Suite 2000

City: Costa Mesa State: CA Zip: 92626

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.

David L. Kuiper

Name of Person Signing

Signature

Signature

5-20-02

Date

Total number of pages including cover sheet, attachments, and document: 6

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TRADEMARK REEL: 002527 FRAME: 0438

**TERMINATION AND RELEASE OF SECURITY INTERESTS
IN CERTAIN TRADEMARKS**

TERMINATION AND RELEASE OF SECURITY INTERESTS IN CERTAIN TRADEMARKS (this "Release"), dated as of April 30, 2002, by **TORONTO DOMINION (TEXAS), INC.** (the "Administrative Agent").

WHEREAS, Entercom Communications Corp., a Pennsylvania corporation ("Entercom"), Entercom Denver, LLC, a Delaware limited liability company ("Entercom Denver"), and Entercom Denver License, LLC, a Delaware limited liability company ("Entercom Denver License", and together with Entercom and Entercom Denver, the "Buyer") are purchasing substantially all of the assets of Emmis Radio Corporation, an Indiana corporation, successor in interest by merger to Emmis Broadcasting Corporation of Denver ("Emmis Radio") and Emmis Radio License Corporation, a California corporation ("Emmis License", together with Emmis Radio, the "Seller") relating to Radio Broadcast Station KALC (FM) in Denver, Colorado, pursuant to an Asset Purchase Agreement, dated as of February 12, 2002, between the Buyer and the Seller;

WHEREAS, pursuant to the terms of the Fourth Amended and Restated Subsidiary Trademark Collateral Security and Pledge Agreement, dated as of December 29, 2000 (the "Trademark Agreement"), between Emmis Radio, the Administrative Agent and certain other parties thereto, and recorded with the U.S. Patent and Trademark Office at Reel 2236, Frame 0425, Emmis Radio granted to the Administrative Agent for the benefit of certain lenders a security interest in and lien on, and collaterally assigned to the Administrative Agent, the trademark identified on Schedule A attached hereto (such trademark referred to herein as the "Named Trademark"); and

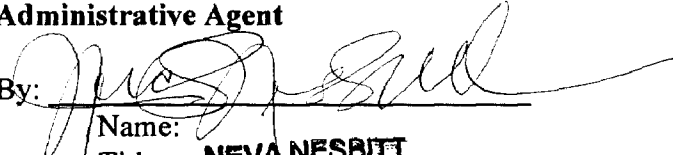
WHEREAS, the Administrative Agent has agreed to terminate and release its security interest and all of its right, title and interest in the Named Trademark as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, intending to be legally bound hereby, the Administrative Agent and the Seller hereby agree as follows:

1. **Release and Assignment.** The Administrative Agent hereby terminates and releases its security interest in and lien on the Named Trademark, and the Administrative Agent hereby assigns and transfers to Emmis Radio, without recourse, all of the Administrative Agent's right, title and interest in and to the Named Trademark and the related goodwill, effective as of the date set forth above.
2. **Acknowledgment and Acceptance.** Emmis Radio hereby acknowledges and accepts the foregoing release and assignment by the Administrative Agent.
3. **Counterparts.** This Release may be executed in any number of counterparts which shall together constitute one and the same agreement.

IN WITNESS WHEREOF, the Administrative Agent and Emmis Radio have executed this Release, to take effect as of the date first set forth above.

**TORONTO DOMINION (TEXAS), INC., as
Administrative Agent**

By: 
Name: _____
Title: **NEVA NESBITT
VICE PRESIDENT**

Accepted:

EMMIS RADIO CORPORATION

By: _____
Name:
Title:

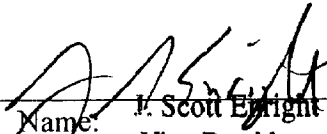
IN WITNESS WHEREOF, the Administrative Agent and Emmis Radio have executed this Release, to take effect as of the date first set forth above.

**TORONTO DOMINION (TEXAS), INC., as
Administrative Agent**

By: _____
Name:
Title:

Accepted:

EMMIS RADIO CORPORATION

By:  _____
Name: I. Scott Enright
Title: Vice President
Associate General Counsel

Schedule A

Registrations
U.S. Patent and Trademark Office

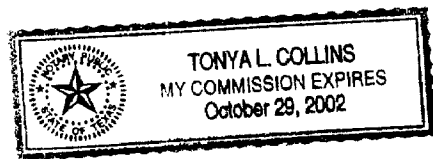
<u>Trademark</u>	<u>Registration Number</u>	<u>Registration Date</u>
Alice	2145746	March 24, 1998

CERTIFICATE OF ACKNOWLEDGMENT

STATE OF Texas)

COUNTY OF Harris)
) ss.
)

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 30th day of April, 2002 personally appeared Neva Nesbitt to me known personally, and who, being by me duly sworn, deposes and says that he is a Vice President of **TORONTO DOMINION (TEXAS), INC.**, and that said instrument was signed and sealed on behalf of said entity by authority of its governing body, and said officer acknowledged said instrument to be the free act and deed of said entity.



Tonya L Collins
Notary Public
My Commission Expires: