

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Crosswalk.Com, Inc.		10/03/2002	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Caron Broadcasting, Inc.
Street Address:	4880 Santa Rosa Road
City:	Camarillo
State/Country:	CALIFORNIA
Postal Code:	93012
Entity Type:	CORPORATION: OHIO

PROPERTY NUMBERS Total: 4		
Property Type	Number	Word Mark
Registration Number:	2527874	CROSSWALK
Registration Number:	1293383	CROSSWALK
Registration Number:	2463313	CROSSWALK
Registration Number:	2531159	CROSSWALK

CORRESPONDENCE DATA	
Fax Number:	(805)384-4505
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	805-987-0400-1104
Email:	christys@salem.cc
Correspondent Name:	Christy Shorter
Address Line 1:	4880 Santa Rosa Road
Address Line 2:	Attn: Legal Dept.
Address Line 4:	Camarillo, CALIFORNIA 93012

NAME OF SUBMITTER:	Christy Shorter
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Total Attachments: 4
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OP \$115.00 2527874

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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

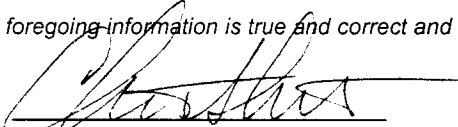
To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): <u>Crosswalk.com, Inc.</u></p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies) Name: <u>Caron Broadcasting, Inc.</u> Internal Address: _____ Address: _____</p> <p>Street Address: <u>4880 Santa Rosa Road</u> City: <u>Camarillo</u> State: <u>CA</u> Zip: <u>93012</u></p> <p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Ohio</u> <input type="checkbox"/> Other _____</p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance: <input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other _____</p> <p>Execution Date: <u>Oct. 3, 2002</u></p>	

<p>4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) <u>2,527,874</u> <u>2,463,313</u> <u>1,293,383</u> <u>2,531,159</u></p> <p>Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Christy Shorter</u> Internal Address: <u>Salem Communications</u> <u>Legal Dept.</u> Street Address: <u>4880 Santa Rosa Rd</u> City: <u>Camarillo</u> State: <u>CA</u> Zip: <u>93012</u></p>	<p>6. Total number of applications and registrations involved: 4</p> <p>7. Total fee (37 CFR 3.41).....\$ <u>115.-</u></p> <p><input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: _____ <small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
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DO NOT USE THIS SPACE

<p>9. Statement and signature. <i>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.</i></p> <p><u>Christy Shorter</u> Name of Person Signing</p>	<p><u></u> Signature</p>	<p><u>9-23-03</u> Date</p>
<p>Total number of pages including cover sheet, attachments, and document: 4</p>		

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

**ASSIGNMENT OF REGISTERED TRADEMARK
CROSSWALK**

WHEREAS, Crosswalk.com, Inc., a Delaware corporation ("Assignor") owns the service mark CROSSWALK (the "Mark"), registered with the U.S. Patent & Trademark Office as listed on Exhibit 1; and

WHEREAS, pursuant to the Asset Purchase Agreement ("Agreement") dated August 19, 2002, Caron Broadcasting, Inc., as assignee of OnePlace, LLC, a wholly owned subsidiary of Salem Communications Corporation ("Assignee"), is purchaser of substantially all of the assets of Assignor and is successor to the entire portion of the business of Assignor to which the Mark pertains, which portion of the business is ongoing and existing; and

WHEREAS, Assignee desires to acquire all right, title, and interest of Assignor in and to the Mark, and the goodwill associated therewith.

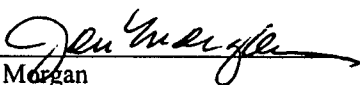
NOW, THEREFORE, for good and valuable consideration as recited in the Agreement, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee, and its successors and assigns, and Assignee accepts, all of Assignor's right, title, and interest in and to the Mark and the registration thereof, the goodwill of the business symbolized thereby, any and all renewals of any of the foregoing and all rights to sue for past infringement and to receive any recoveries therefor. Assignor shall execute any further documents reasonably requested by Assignee for the purpose of effectuating the assignment contemplated herein and transferring to Assignee all rights to the Mark.

This Assignment shall be effective as of October 4, 2002.

WITNESS the following signatures as of the 3rd day of October, 2002.

CROSSWALK.COM, INC.


CARON BROADCASTING, INC.

By: 
Jon Morgan
President and COO

By: _____
Jonathan L. Block
Vice President and Secretary

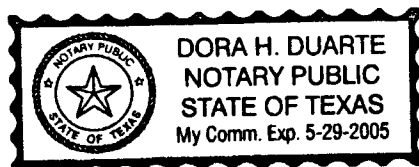
STATE OF TEXAS:
COUNTY OF MIDLAND:

The foregoing instrument was executed and acknowledged before me this 3rd day of October, 2002 by Jon Morgan.



Notary Public

My Commission Expires: 5-29-05



[02TmAssignCrswk.doc]

EXHIBIT 1

CROSSWALK Trademark Registrations

Registration No.	Class	Registration Date	Goods/Services
2,527,874	35	1/8/02	Advertising and business services; namely, preparing and placing advertisements for others on a global communications network, and promoting the goods and services of others by arranging for sponsors to affiliate their goods and services with a global communications network.
1,293,383	41	9/4/84	Series of radio programs featuring music and talk for young people.
2,463,313	41	6/26/01	On-going radio and television programs addressing ethical issues affecting inner city families.
2,531,159	42	1/22/02	Outreach religious ministry services to inner city families.

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CROSSWALK**

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WHEREAS, Assignee desires to acquire all right, title, and interest of Assignor in and to the Mark, and the goodwill associated therewith.

NOW, THEREFORE, for good and valuable consideration as recited in the Agreement, the receipt of which is hereby acknowledged, Assignor does hereby assign to Assignee, and its successors and assigns, and Assignee accepts, all of Assignor's right, title, and interest in and to the Mark and the registration thereof, the goodwill of the business symbolized thereby, any and all renewals of any of the foregoing and all rights to sue for past infringement and to receive any recoveries therefor. Assignor shall execute any further documents reasonably requested by Assignee for the purpose of effectuating the assignment contemplated herein and transferring to Assignee all rights to the Mark.

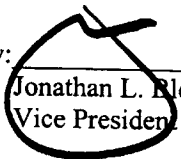
This Assignment shall be effective as of October 4, 2002.

WITNESS the following signatures as of the ___ day of _____, 2002.

CROSSWALK.COM, INC.

CARON BROADCASTING, INC.

By: _____
Jon Morgan
President and COO

By:  _____
Jonathan L. Block
Vice President and Secretary

COMMONWEALTH OF VIRGINIA:
COUNTY OF _____:

The foregoing instrument was executed and acknowledged before me this _____ day of _____, 2002 by Jon Morgan.

Notary Public

My Commission Expires: _____

[02TmAssignCrswk.doc]