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RI 102475243 TRADEMARKS ONLY

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

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

1. Name of conveying party(ies): Infinity Radio of Pittsburgh License Inc. [ ] Individual(s) [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State [ ] Other Additional name(s) of conveying party(ies) attached? [ ] Yes [x] No

2. Name and address of receiving party(ies) Name: Infinity Radio Holdings Inc. Internal Address: Street Address: 1515 Broadway City: New York State: NY Zip: 10036 [ ] Individual(s) citizenship [ ] Association [ ] General Partnership [ ] Limited Partnership [x] Corporation-State Virginia [ ] 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: [x] Assignment [ ] Merger [ ] Security Agreement [ ] Change of Name [ ] Other Execution Date: June 13, 2003

4. Application number(s) or registration number(s): A. Trademark Application No.(s) 76138082

B. Trademark Registration No.(s) 2404380, 2611397, 2326755, 2451084, 2326754 Additional number(s) attached [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Rebecca Borden Internal Address: Viacom Street Address: 1515 Broadway City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved: 6 7. Total fee (37 CFR 3.41) \$ 165.00 [ ] Enclosed [x] Authorized to be charged to deposit account 8. Deposit account number: 502272

DO NOT USE THIS SPACE

9. Signature. Rebecca Borden Name of Person Signing Signature Date June 13, 2003 Total number of pages including cover sheet, attachments, and document: 6

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

06/18/2003 610M11 00000035 502272 76138082

01 FC:0521 40.00 DA 02 FC:0522 125.00 DA

ASSIGNMENT OF TRADEMARKS

WHEREAS, Infinity Radio of Pittsburgh License Inc. ("Assignor"), a Virginia corporation with a place of business at 1515 Broadway, New York, New York 10036, is the owner of registrations/pending applications for the marks [see attached schedule "A"] on and in connection with the classes of goods/services as identified in schedule "A" and as at March 28, 2002, assigns all right, title and interest in and to the Marks, together with the goodwill and business symbolized thereby; and

WHEREAS, Infinity Radio Holdings Inc. ("Assignee"), a Virginia corporation with a place of business at 1515 Broadway, New York, New York 10036, desires to obtain all rights in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor sells, transfers, conveys and assigns to Assignee as at March 28, 2002, all of Assignor's right, title and interest in and to the Marks, whether statutory or at common law, including all registrations and applications therefor, the right to recover for past infringement, and the goodwill of the business in connection with which it has been used.

IN WITNESS WHEREOF, Assignor has caused this document to be executed as of the 13<sup>th</sup> day of June, 2003.

Infinity Radio of Pittsburgh License Inc.

By: Rebecca Borden  
Name: Rebecca Borden  
Title: Assistant Secretary

Sworn to before me this 16<sup>th</sup>  
day of June, 2003

Judith E. Powell  
Notary Public

JUDITH E. POWELL  
Notary Public, State of New York  
No. 01PQ5051964  
Westchester County  
November 13, 2003

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Schedule "A"

<u>Application/ Registration No.</u>	<u>Mark</u>	<u>Class No.</u>
2404380	B94	38: Radio broadcasting services.
2611397	BORN TO BE A MILLIONAIRE GAME	41: Entertainment services in the nature of a contest to win one million dollars.
2326755	WBZZ	38: Radio broadcasting services.
2451084	STAR 100.7	38: Radio broadcasting services.
2326754	WZPT	38: Radio broadcasting services.
76138082	STORES 'AN NAT	35: Promoting the goods and services of others by displaying products and advertisements on a global computer network.