

Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
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RECORDATION FORM COVER SHEET 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):

Toronto Dominion (Texas), Inc.

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

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination and Release of Security Interest
- Merger
- Change of Name

Execution Date: 5/04/2004

2. Name and address of receiving party(ies)

Name: Emmis Operating Company

Internal

Address: _____

Street Address: 40 Monument Circle, Suite 700

City: Indianapolis State: IN Zip: 46204

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Indiana
- 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

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

A. Trademark Application No.(s) _____

See Attached Exhibit A

B. Trademark Registration No.(s) _____

See Attached Exhibit A

Additional number(s) attached Yes No

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

Name: Stacey Farrell

Internal Address: Bingham McCutchen

Street Address: 150 Federal Street

City: BOSTON State: MA Zip: 02110

6. Total number of applications and registrations involved: _____

93

7. Total fee (37 CFR 3.41).....\$ 3,720.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: _____

DO NOT USE THIS SPACE

9. Signature.

Stacey Farrell

Name of Person Signing



Signature

May 20, 2004

Date

Total number of pages including cover sheet, attachments, and document: **14**

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

OP \$3720.00 76182311

S

700085969

TRADEMARK
REEL: 002857 FRAME: 0324

**Recordation Form Cover Sheet
TRADEMARKS**

ITEM 2 (continuing information)

Name and address of receiving party (ies):

- **Emmis Radio Corporation**
- **Emmis Indiana Broadcasting, L.P.**
- **Emmis Publishing, L. P.**
- **Emmis Television Broadcasting, L.P.**
- **Emmis Communications Corporation**

40 Monument Circle, Suite 700

Indianapolis, IN 46204

Corporations - Indiana

- **SJL of Kansas Corp.**

40 Monument Circle, Suite 700

Indianapolis, IN 46204

Corporation - Kansas

EXHIBIT A**TRADEMARKS AND TRADEMARK REGISTRATIONS****EMMIS RADIO CORPORATION****Trademark Registrations**

Mark	Registration Date	Registration Number
Q101 "THE SOLUTION" (stylized letters)	10/22/85	1,367,063
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The 93.1 WNAP Raft Race	1/12/99	2,217,491

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Hip Hop Symphony and design	12/18/00	76/182,312

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Texas Monthly Biz	7/10/01	2,468,164

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SJL OF KANSAS CORP.

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Co-Opportunities	4/14/81	1,151,008
Jobcity	2/20/01	2,430,418
Marketpro	3/16/99	2,231,493

CMP Media LLC

Trademark Registrations

Mark	Registration Date	Registration Number
Drilling Down	2/19/2002	2,540,500

TERMINATION AND RELEASE
OF
TRADEMARK COLLATERAL SECURITY AND PLEDGE AGREEMENT

TERMINATION AND RELEASE OF TRADEMARK COLLATERAL SECURITY AND PLEDGE AGREEMENT, dated as of May 10, 2004, by **TORONTO DOMINION (TEXAS), INC.**, as administrative agent (hereinafter, in such capacity, the "Administrative Agent") for itself and the other lending institutions (hereinafter, collectively, the "Lenders") which are parties to that certain Fourth Amended and Restated Revolving Credit and Term Loan Agreement, dated as of December 29, 2000 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "Fourth Credit Agreement"), among Emmis Operating Company, an Indiana corporation (a successor in interest to Emmis Communications Corporation) (the "Company"), the Lenders party thereto from time to time, the Administrative Agent, Fleet National Bank, as documentation agent, Wachovia Bank, National Association, as syndication agent, and Credit Suisse First Boston, as co-documentation agent, amending and restating that certain Third Amended and Restated Revolving Credit and Term Loan Agreement, dated as of October 2, 2000 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "Third Credit Agreement"), among Emmis Communications Corporation (f/k/a Emmis Broadcasting Corporation), the lenders party thereto, the Administrative Agent, Fleet National Bank, as documentation agent, and First Union National Bank, as syndication agent, which in turn amended and restated that certain Second Amended and Restated Revolving Credit and Term Loan Agreement, dated as of July 16, 1998 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "Second Credit Agreement"), among Emmis Communications Corporation (f/k/a Emmis Broadcasting Corporation), the lenders party thereto, BankBoston, N.A., as documentation agent, and First Union National Bank, as syndication agent (the Fourth Credit Agreement, the Third Credit Agreement and the Second Credit Agreement collectively referred to herein as the "Credit Agreements").

WHEREAS, for the purpose of securing payment and performance of the Obligations under and as defined in the Fourth Credit Agreement, a Fifth Amended and Restated Borrower Trademark Collateral Security and Pledge Agreement, dated as of July 10, 2001, was recorded on August 1, 2001 with the United States Patent and Trademark Office at Reel 2337, Frame 0465 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "Fifth Borrower Trademark Agreement"), and a Fifth Amended and Restated Subsidiary Trademark Collateral Security and Pledge Agreement, dated as of June 22, 2001, was recorded on August 1, 2001 with the United States Patent and Trademark Office at Reel 2337, Frame 0416 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "Fifth Subsidiary Trademark Agreement");

WHEREAS, for the purpose of securing payment and performance of the Obligations under and as defined in the Third Credit Agreement, a Third Amended and Restated Subsidiary Trademark Collateral Security and Pledge Agreement, dated as of October 2, 2000, was recorded on November 11, 2000 with the United States Patent and Trademark Office at Reel 2191, Frame 0238 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "Third Subsidiary Trademark Agreement");

WHEREAS, for the purpose of securing payment and performance of the Obligations under and as defined in the Second Credit Agreement, a First Supplemental Trademark Collateral Security and Pledge Agreement, dated as of April 1, 1999, was recorded on October 20, 1999 at

-2-

Reel 1979, Frame 0052 (as amended, supplemented restated or otherwise modified and in effect from time to time, the "First Trademark Agreement" and, together with the Fifth Borrower Trademark Agreement, the Fifth Subsidiary Trademark Agreement, and the Third Subsidiary Trademark Agreement, the "Trademark Agreements");

WHEREAS, each of the parties to the Trademark Agreements granted to the Administrative Agent a security interest in, and granted, assigned and conveyed to the Administrative Agent, for the benefit of the Administrative Agent by way of collateral security, such party's entire right, title and interest in and to, the Pledged Trademarks (as defined in the Trademark Agreements); and

WHEREAS, the Administrative Agent has agreed to terminate and release the Trademark Agreements and its security interest in the Pledged Trademarks and assign and transfer to the Company and the other parties to the Trademark Agreements, as applicable, its right, title and interest in the Pledged Trademarks as herein provided.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent hereby terminates and releases the Trademark Agreements and its security interest in the Pledged Trademarks and assigns and transfers to the Company and the other parties to the Trademark Agreements, as applicable, without representation, warranty or recourse, all of the Administrative Agent's right, title and interest in and to the Pledged Trademarks, including without limitation the trademarks listed on Exhibit A attached hereto, effective as of the date set forth above.

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


By: 
Name: Jim Bridwell
Title: Vice President

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BINGHAM McCUTCHEN

Facsimile

TO		CLIENT/MATTER	0067530/0000308164
COMPANY	United States Patent and Trademark Office	PHONE NUMBER	
FROM	Stacey A. Farrell	FAX NUMBER	(703) 306-5995
DATE	5/20/2004	TKPR NO	13990
		PAGES	21

Bingham McCutchen LLP
 150 Federal Street
 Boston, MA
 02110-1726

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Mark	Filing Date	Serial Number
L.A. Style	7/30/99	75-764,080

EMMIS TELEVISION BROADCASTING, L.P.

Trademark Applications

Mark	Filing Date	Serial Number
New Mexico Made New Mexico Proud	5/20/98	75/488,078
Mainstreet News	3/1/99	75/649,460
First Warning Weather	3/26/01	76/299,255

Trademark Registrations

Mark	Registration Date	Registration Number
Capital City News	7/22/97	2,082,629
Hawaiian Moving Company	9/4/84	1,293,388
KHON-TV	1/19/88	1,473,537
WFTX-TV	11/05/96	2,013,973
Mira	1/10/89	1,520,209

SJL OF KANSAS CORP.

Trademark Registrations

Mark	Registration Date	Registration Number
KSN	5/15/84	1,278,336

EMMIS COMMUNICATIONS CORPORATION

Trademark Registrations

Mark	Registration Date	Registration Number
E Emmis Communications	8/18/98	2,182,747

EMMIS OPERATING COMPANY

Trademark Applications

Mark	Filing Date	Serial Number
Scratch 'n Surf	9/5/00	76-122,655
Scratch N' Surf design	9/5/00	76-122,654

Trademark Registrations

Mark	Registration Date	Registration Number
E Emmis Broadcasting (words & design)	8/18/98	2,182,748
E Emmis Communications (words & design)	6/8/99	2,251,655
Job City USA	8/1/00	2,373,975
Co-op Consultant	12/22/87	1,469,677
Co-Opportunities	4/14/81	1,151,008
Jobcity	2/20/01	2,430,418
Marketpro	3/16/99	2,231,493

CMP Media LLC

Trademark Registrations

Mark	Registration Date	Registration Number
Drilling Down	2/19/2002	2,540,500