

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Adams Outdoor Advertising, Inc.		04/15/2004	CORPORATION: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Adams Outdoor Advertising Limited Partnership		
<b>Street Address:</b>	2802 Paces Ferry Road, SE		
<b>City:</b>	Atlanta		
<b>State/Country:</b>	GEORGIA		
<b>Postal Code:</b>	30339		
<b>Entity Type:</b>	LIMITED PARTNERSHIP: MINNESOTA		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	2308957	OUT THERE THINKING	
Registration Number:	2304009	A	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(919)286-8199		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(919) 286-8000		
<b>Email:</b>	PTO_TMconfirmation@mvalaw.com		
<b>Correspondent Name:</b>	Moore & Van Allen PLLC		
<b>Address Line 1:</b>	2200 W. Main Street, Suite 800		
<b>Address Line 4:</b>	Durham, NORTH CAROLINA 27705		
<b>ATTORNEY DOCKET NUMBER:</b>	512485.1251-TKA		
<b>NAME OF SUBMITTER:</b>	John E. Slaughter		
<b>Total Attachments: 2</b>			
source=Assign-T Adams Outdoor Advertising, Inc. (512485.1251)#page1.tif			
source=Assign-T Adams Outdoor Advertising, Inc. (512485.1251)#page2.tif			

OP \$65.00 2308957

**ASSIGNMENT OF TRADEMARKS AND ACCOMPANYING GOODWILL**

WHEREAS, Adams Outdoor Advertising, Inc., a Minnesota corporation, whose address is whose address is 2802 Paces Ferry Road, SE, Atlanta, Georgia 30339, Attention: Abe Levine (hereinafter the "Assignor"), is an owner of the trademarks included on the attached Schedule A and the registrations and applications thereof in the United States Patent and Trademark Office, and all rights appurtenant thereto, including, but not limited to, all common law rights, causes of action and the right to recover for past infringement, dilution or other misappropriation thereof; and

WHEREAS, Adams Outdoor Advertising Limited Partnership, a Minnesota limited partnership, whose address is whose address is 2802 Paces Ferry Road, SE, Atlanta, Georgia 30339, Attention: Abe Levine (hereinafter the "Assignee"), is desirous of acquiring Assignor's rights to the trademarks and the registrations and applications thereof;


NOW, THEREFORE, for good and valuable consideration, receipt of which Assignor acknowledges by its execution below:

1. Assignor hereby assigns to Assignee all of its rights, title and interest in and to the trademarks and the registration and applications thereof in the United States Patent and Trademark Office, together with the goodwill of the business connected with the use of and symbolized by said marks, and together with any and all interests, claims and rights for damages and profits by reason of any past infringement or unauthorized use of the marks, false designations of origin, unfair competition, deceptive trade practices and/or dilution related to the marks, use of confusingly similar marks or names by others and all other related causes of action and the right to sue therefor.

2. Assignor agrees to perform all reasonable and proper additional acts and to execute any additional documents at the request and expense of Assignee which Assignee may require in order to transfer all of Assignor's rights, title and interest in and to the said trademarks and trademark registrations in Assignee, its successors or assigns.

IN WITNESS WHEREOF, executed this 15 day of April, 2004.

Adams Outdoor Advertising, Inc.  
Assignor

By: 

Name and Title: Abe Levine, CFO

**Schedule A**

**Registered Marks**

	Registration No.	Registration Date
OUT THERE THINKING	2308957	1/18/00
A and Design	2304009	12/28/99

DIR136006\_1