



07-15-2004



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Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005)

REC'D TR

DEPARTMENT OF COMMERCE J.S. Patent and Trademark Office

Tab settings

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

1. Name of conveying party(ies): MAPLETON COMMUNICATIONS, LLC 7-12-04 10900 Wilshire Boulevard, 15th Floor Los Angeles, CA 90024

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

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

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other Notice of Security Interest In Patents and Trademarks

Execution Date: June 28, 2004

2. Name and address of receiving party(ies)

Name: CITICORP USA, INC.

Internal Address:

Street Address: 787 West Fifth Street, 28th Floor

City: Los Angeles State: CA Zip: 90071

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,714,759

Additional number(s) attached Yes No

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

Name: Jeane L. Richard Gibson, Dunn & Crutcher LLP

Internal Address:

Street Address: 333 South Grand Avenue, 48th Floor

City: Los Angeles State: CA Zip: 90071

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:

DO NOT USE THIS SPACE

9. Signature.

Jeane L. Richard Name of Person Signing

Signature

July 9, 2004 Date

Total number of pages including cover sheet, attachments, and document: 5

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

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TRADEMARK REEL: 003007 FRAME: 0777

**NOTICE OF SECURITY INTEREST IN PATENTS
AND TRADEMARKS**

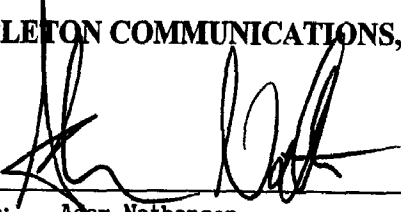
NOTICE IS HEREBY GIVEN that MAPLETON COMMUNICATIONS, LLC (the "Grantor") with an office located at 10900 Wilshire Boulevard, 15th Floor, Los Angeles, California 90024, and CITICORP USA, INC., a Delaware corporation (the "Secured Party"), with an office located at 787 West Fifth Street, 28th. Floor, Los Angeles, California 90071 have entered into a Security Agreement dated as of June 28, 2004 (the "Security Agreement").

Pursuant to the Security Agreement, the Grantor has conveyed, pledged, assigned and transferred to the Secured Party and has granted to the Secured Party a security interest in, (a) the registered patents, applications for registration of patents, and licenses of registered patents listed in Schedule A hereto, and (b) the registered trademarks and service marks, applications for registration of trademarks and service marks, and licenses of registered trademarks and service marks listed in Schedule B hereto, together with the goodwill of the business symbolized thereby, to secure the payment, performance and observance of the Secured Obligations as defined in the Security Agreement.

The Commissioner of Patents and Trademarks is requested to record this notice in its records.

Dated: June 28, 2004

MAPLETON COMMUNICATIONS, LLC

By: 
Name: Adam Nathanson
Title: President

SCHEDULE A
TO
NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS
FROM
MAPLETON COMMUNICAITONS, LLC

1. Patents.

| Patent | Registration No. | Registration Date |
|---------------|-------------------------|--------------------------|
|---------------|-------------------------|--------------------------|

None

2. Applications for Federal Registration of Patents.

| Patent | Serial No. | Filing Date |
|---------------|-------------------|--------------------|
|---------------|-------------------|--------------------|

None

SCHEDULE B
TO
NOTICE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS
FROM
MAPLETON COMMUNICATIONS, LLC

[See Attached]

10796916_1.DOC

EXHIBIT B

| Trademark/ Service Mark | Jurisdiction of Filing | Registration No. | Registration Date | Owner |
|--|---|-------------------------|---|---------------------------------|
| NON-STOP CLASSIC ROCK | Oregon | T/S 33137 | Original file date: 2/9/1999 Renewal date: 2/9/2004 | Mapleton Communications, LLC |
| BLOCK PARTY WEEKENDS | Oregon | T/S 33138 | Original file date: 2/9/1999 Renewal file date: 2/9/2004 | Mapleton Communications, LLC |
| TODAY'S BEST MUSIC | Oregon | S 32586 | Original file date: 6/30/1998 Renewal date: 6/30/2003 | Mapleton Communications, LLC |
| SOUTHERN OREGON'S HIT MUSIC STATIONS | Oregon | S 32585 | Original file date: 6/30/1998 Renewal file date: 6/30/2003 | Mapleton Communications, LLC |
| SUPER NEWSTALK | Oregon | S 32634 | Original file date: 7/21/1998 Renewal file date: 7/21/2003 | Mapleton Communications, LLC |
| THE MORNING EXPRESS | Oregon | S 32636 | Original file date: 7/21/1998 Renewal file date: 7/21/2003 | Mapleton Communications, LLC |
| RADIO MEDFORD | USPTO | 2,714,759 | 5/6/2003 | Mapleton Communications, LLC |
| KPIG DESIGN | Publication of Brand Names of the International Economy | US030302354 | March 24, 2003 | Mapleton Communications, LLC |

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RECORDED: 07/12/2004

TRADEMARK
REEL: 003007 FRAME: 0781