

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Adams Outdoor Advertising Limited Partnership		04/18/2005	LIMITED PARTNERSHIP: MINNESOTA
RECEIVING PARTY DATA			
Name:	Wachovia Bank, National Association, as Administrative Agent		
Street Address:	201 South College Street		
Internal Address:	NC0608/CP8		
City:	Charlotte		
State/Country:	NORTH CAROLINA		
Postal Code:	28288		
Entity Type:	national banking association: UNITED STATES		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2308957	OUT THERE THINKING	
Registration Number:	2304009	A	
Serial Number:	78422014	ADAMS OUTDOOR	
Serial Number:	78242294	OUTHOUSE SPRINGS	
CORRESPONDENCE DATA			
Fax Number:	(919)416-8339		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	919 286-8049		
Email:	PTO_TMconfirmation@mvalaw.com		
Correspondent Name:	Moore & Van Allen PLLC		
Address Line 1:	430 Davis Drive		
Address Line 2:	Suite 500		
Address Line 4:	Morrisville, NORTH CAROLINA 27650		
NAME OF SUBMITTER:	John E. Slaughter		

TRADEMARK

900024129

REEL: 003078 FRAME: 0198

OP \$115.00 2308957

Signature:	/John E. Slaughter/
Date:	05/04/2005
Total Attachments: 4 source=NGSI-T Adams Outdoor Advertising Limited Partnership#page1.tif source=NGSI-T Adams Outdoor Advertising Limited Partnership#page2.tif source=NGSI-T Adams Outdoor Advertising Limited Partnership#page3.tif source=NGSI-T Adams Outdoor Advertising Limited Partnership#page4.tif	

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Amended and Restated Security Agreement dated as of April 18, 2005 (the "Security Agreement") by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, National Association, as Administrative Agent (the "Administrative Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	Description of <u>Trademark</u>	<u>Date of Trademark</u>
	See Schedule 1 attached hereto	

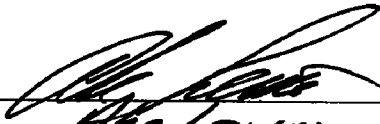
TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	Description of Trademark <u>Applied For</u>	<u>Date of Trademark</u> <u>Application</u>
	See Schedule 1 attached hereto	

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

ADAMS OUTDOOR ADVERTISING
LIMITED PARTNERSHIP, a
Minnesota Limited Partnership

By: 
Name: Adam Levin
Title: Vice President

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: _____
Name: _____
Title: _____

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.


Very truly yours,

ADAMS OUTDOOR ADVERTISING
LIMITED PARTNERSHIP, a
Minnesota Limited Partnership

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: Franklin M. Wessinger
Title: Managing Director

**Adams Outdoor Advertising Limited Partnership
(MN LP)****U.S. Trademarks****Registered Marks**

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

Pending Applications

Mark	Serial No.	Application Date
ADAMS OUTDOOR	78422014	05/20/04
OUTHOUSE SPRINGS	78242294	1/25/03