

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Release of Security Agreement

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		06/09/2005	Association:

**RECEIVING PARTY DATA**

<b>Name:</b>	Radio One, Inc.
<b>Street Address:</b>	5900 Princess Garden Parkway
<b>Internal Address:</b>	Attn: General Counsel - 8th Floor
<b>City:</b>	Lanham
<b>State/Country:</b>	MARYLAND
<b>Postal Code:</b>	20706
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 20**

Property Type	Number	Word Mark
Registration Number:	1864029	WEEKDAY WORKFORCE
Registration Number:	1862851	THE MORNING POSSE
Registration Number:	1864030	JAMMIN' SEVEN AT SEVEN
Registration Number:	1865021	Q MIX
Registration Number:	1893355	MAJIC PAYROLL
Serial Number:	74472506	TWENTY JAMS IN A ROW
Serial Number:	74472508	THE STATION WITH THE CONTINUOUS JAMS
Serial Number:	74472509	THE STATION THAT PLAYS THE PHAT JAMS
Serial Number:	74472510	COUNT THE JAMS SWEEPSTAKES
Serial Number:	74472511	THE STATION THAT JAMS THE MOST MUSIC
Serial Number:	74472514	THE STATION THAT JAMS THE HITS
Serial Number:	74472516	THE STATION THAT PLAYS THE HITS
Serial Number:	74495867	MORNING TRAFFIC JAM

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Serial Number:	74495874	AFTERNOON TRAFFIC JAM
Serial Number:	74507731	OLD SCHOOL JAM
Serial Number:	74513575	92 Q PLAYS THE MOST MUSIC
Serial Number:	74541194	1994 GOSPEL FESTIVAL
Serial Number:	74544929	AFRICAN AMERICAN CULTURAL FESTIVAL
Serial Number:	74608154	STONE SOUL PICNIC
Serial Number:	74610564	THE PEOPLE'S EXPO

**CORRESPONDENCE DATA**

Fax Number: (214)745-5390  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 214.745.5730  
Email: bgarrard@winstead.com  
Correspondent Name: Winstead Sechrest & Minick  
Address Line 1: P.O. Box 50784  
Address Line 2: Attn: Beverly Garrard  
Address Line 4: Dallas, TEXAS 75201

NAME OF SUBMITTER:	Diane K. Lettelleir
Signature:	/Diane K. Lettelleir/
Date:	07/13/2005

Total Attachments: 5  
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<u>Trademark Name</u>	<u>Place of Registration</u>	<u>Registration (Application) Number</u>	<u>Registration (Application) Date</u>
THE MORNING POSSE	United States	1,862,851	November 15, 1994
WEEKDAY WORKFORCE	United States	1,864,029	November 22, 1994
JAMMIN' SEVEN AT SEVEN	United States	1,864,030	November 22, 1994
Q MIX	United States	1,865,021	November 29, 1994
MAJIC PAYROLL	United States	1,893,355	May 9, 1995
TWENTY JAMS IN A ROW	United States	74/472506	December 23, 1993
THE STATION WITH THE CONTINUOUS JAMS	United States	74/472508	December 23, 1993
THE STATION THAT PLAYS THE PHAT JAMS	United States	74/472509	December 23, 1993
COUNT THE JAMS SWEEPSTAKES	United States	74/472510	December 23, 1993
THE STATION THAT JAMS THE MOST MUSIC	United States	74/472511	December 23, 1993
THE STATION THAT JAMS THE HITS	United States	74/472514	December 23, 1993
THE STATION THAT PLAYS THE HITS	United States	74/472516	December 23, 1993
MORNING TRAFFIC JAM	United States	74/495867	March 2, 1994
AFTERNOON TRAFFIC JAM	United States	74/495874	March 2, 1994
OLD SCHOOL JAM	United States	74/507731	March 30, 1994
92Q PLAYS THE MOST MUSIC	United States	74/513575	April 18, 1994
1994 GOSPEL FESTIVAL	United States	74/541194	June 22, 1994
AFRICAN AMERICAN CULTURAL FESTIVAL	United States	74/544929	June 30, 1994
STONE SOUL PICNIC	United States	74/608154	December 7, 1994
THE PEOPLE'S EXPO	United States	74/610564	December 13, 1994

## RELEASE OF SECURITY INTEREST

q/n THIS RELEASE OF SECURITY INTEREST (this "Release") is executed as of this day of June, 2005, by BANK OF AMERICA, N.A. (the successor by merger to NationsBank, N.A. (the successor by merger to NationsBank of Texas, N.A.)), a national banking association in its capacity as agent (the "Administrative Agent") for itself and each financial institution party from time to time to the Credit Agreement as defined below (the "Lenders").

WHEREAS, RADIO ONE, INC., a corporation organized under the laws of the State of Maryland (herein referred to as the "Debtor"), the Administrative Agent, the Lenders and the other parties thereto entered into that certain Amended and Restated Credit Agreement dated as of June 6, 1995, (i) as amended by that certain Credit Agreement dated as of June 30, 1998, (ii) as amended by that certain First Amendment to Credit Agreement dated as of December 23, 1998, (iii) as amended by that certain Second Amendment to Credit Agreement dated as of February 9, 1999, (iv) as amended and restated in its entirety by that certain Amended and Restated Credit Agreement dated as of February 26, 1999, and as amended and restated by that Second Amended and Restated Credit Agreement dated as of July 17, 2000 (as amended, the "Credit Agreement").

WHEREAS, in connection with the Credit Agreement, the Debtor and the Administrative Agent entered into that certain Intellectual Property Security Agreement and Assignment, dated as of June 6, 1995 (the "Security Agreement").

WHEREAS, pursuant to the terms and conditions of the Security Agreement, the Administrative Agent was granted a security interest in, among other things, all of Debtor's interest in the collateral more specifically described on Exhibit A attached hereto ("Collateral").

WHEREAS, in connection with the Security Agreement a Notice of Security Interest in U.S. Trademarks (the "Notice") was filed with the United States Patent and Trademark Office on August 21, 1995, and recorded against the Collateral on Reel 1377, Frame 0132.

WHEREAS, the Administrative Agent has received consideration for a full and complete release of the security interest in and liens in the Collateral, and now wishes to release such security interest and liens in the Collateral.

NOW THEREFORE, the Administrative Agent represents and agrees as follows:

1. The Administrative Agent hereby releases, cancels and terminates all of its right, title and interest in and to the Collateral, including its security interest in and liens on the Collateral and all other rights with respect to the Collateral, and conveys and assigns any and all right, title and interest that it may have in and to the Collateral to Debtor.
2. The Administrative Agent represents that it has not exercised any of the rights with respect to the Collateral available to it under the Security Agreement. The Administrative Agent represents and warrants that it has not sold, licensed, conveyed or otherwise alienated any rights in and to the Collateral, and that it has not practiced or sublicensed any of the Collateral.

3. Without limiting the generality of the foregoing, this Release is intended to and shall forever terminate the irrevocable rights in the Collateral conveyed to the Administrative Agent and reconvey such rights to Debtor.

4. The Administrative Agent agrees that hereafter it will not take any action with respect to the Collateral.

IN WITNESS WHEREOF, the Administrative Agent has caused this Release to be duly executed by its officer thereunto duly authorized as of the date hereof.

BANK OF AMERICA, N.A.(successor by merger with NationsBank, N.A. (the successor by merger to NationsBank of Texas, N.A.)), as Administrative Agent

By: Maurice E. Washington  
Maurice E. Washington  
Assistant Vice President

STATE OF TEXAS                    §  
  §  
COUNTY OF DALLAS            §

On the 9<sup>th</sup> day of June, 2005, before me personally came Maurice E. Washington to me known, who, being by me duly sworn, did depose and say that he is the Assistant Vice President of Bank of America, N.A. (successor by merger with NationsBank, N.A. (the successor by merger to NationsBank of Texas, N.A.)), the entity described in and which executed the foregoing instrument; and that he signed on behalf of said entity.

[SEAL]

Patricia A. Tomek  
Notary Public

My commission expires:

11-25-05

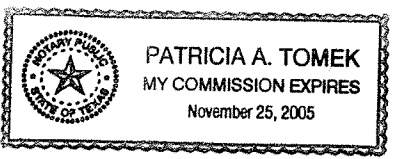


EXHIBIT A

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