

TRADEMARK ASSIGNMENT

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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Backtrax Radio Network, LLC		09/12/2005	LIMITED LIABILITY COMPANY: NEW JERSEY
RECEIVING PARTY DATA			
Name:	Exbt, LLC		
Street Address:	220 West 42nd Street		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10036		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2330512	BACKTRAX	
Registration Number:	1781819	BACKTRAX U.S.A.	
Registration Number:	2310183	BACKTRAX U.S.A.	
CORRESPONDENCE DATA			
Fax Number:	(310)282-2200		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	dgrace@loeb.com		
Correspondent Name:	David W. Grace c/o Loeb & Loeb LLP		
Address Line 1:	10100 Santa Monica Boulevard		
Address Line 2:	Suite 2200		
Address Line 4:	Los Angeles, CALIFORNIA 90067-4164		
ATTORNEY DOCKET NUMBER:	204559-10004		
NAME OF SUBMITTER:	David W. Grace		

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Signature:

/David W. Grace/

Date:

10/12/2005

Total Attachments: 3

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TRADEMARK ASSIGNMENT

WHEREAS, BACKTRAX RADIO NETWORK, LLC, a New Jersey limited liability company, having a place of business at 55 State Street, Hackensack, New Jersey 07601 ("Assignor") is the owner of the trademarks and trade names described in Exhibit A (the "Marks") and is the owner of the trademark registrations and applications listed in Exhibit A;

WHEREAS, EXBT, LLC, a Delaware limited liability company, having a place of business at 220 West 42nd Street, New York, New York 10036 ("Assignee") desires to acquire the Marks and the corresponding registrations and applications;

NOW, THEREFORE, for and in consideration of ten dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by the Marks, and all corresponding registrations and applications, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers as may be necessary and proper to vest full title in and to the Marks and other corresponding rights in the Assignee.

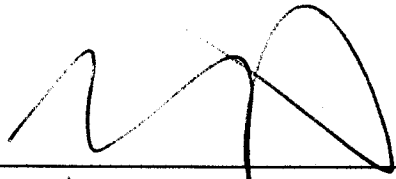
Assignor hereby consents to the recordation of this assignment in the countries listed in Exhibit A and any other countries as appropriate.

Assignee hereby accepts the assignment of the Marks, applications, and registrations listed on Exhibit A and all other rights described in this assignment.

The individuals signing this document on behalf of corporate entities represent and declare that they are authorized to execute this document on behalf of such corporate entities.

IN WITNESS WHEREOF, this Assignment is effective this 12th day of September, 2005.

BACKTRAX RADIO NETWORK, LLC

By: 
Name: Kathryn Gilbert
Title: president

State of New Jersey)
County of Bergen)

On September 12, 2005 before me, Sandra S. Nemetz
personally appeared Kathryn A. Gilbert
personally known to me (or proved to me on the basis of satisfactory evidence) to
be the person(s) whose name(s) is/are subscribed to the within instrument and
acknowledged to me that he/she/they executed the same in his/her/their authorized
capacity(ies), and that by his/her/their signature(s) on the instrument the person(s),
or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Sandra S. Nemetz (Seal)

SANDRA S. NEMETZ
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES SEPT. 23, 2005

EXHIBIT A

COUNTRY	MARK	SERIAL NO.	REGISTRATION NO.
United States	Backtrax	75/244,815	2,330,512
United States	Backtrax U.S.A.	74/298,651	1,781,819
United States	Backtrax U.S.A.	75/244,814	2,310,183

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