

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Release of Security Interest at Reel/Frame No. 2260/0768		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Deutsche Bank Trust Company Americas	FORMERLY Bankers Trust Company	11/15/2005	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	NextMedia Group II, Inc.		
Street Address:	6312 S. Fiddler's Green Circle		
Internal Address:	Suite 360E		
City:	Greenwood Village		
State/Country:	COLORADO		
Postal Code:	80111		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	1578146	ROCKET	
Registration Number:	1576856	ROCKET RADIO	
CORRESPONDENCE DATA			
Fax Number:	(714)755-8290		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	ipdocket@lw.com		
Correspondent Name:	Latham & Watkins LLP		
Address Line 1:	650 Town Center Drive		
Address Line 2:	Suite 2000		
Address Line 4:	Costa Mesa, CALIFORNIA 92626		
ATTORNEY DOCKET NUMBER:	038611-0035		
NAME OF SUBMITTER:	Rhonda DeLeon		

OP \$65.00 1578146

Signature:

/Rhonda DeLeon/

Date:

11/17/2005

Total Attachments: 3

source=BTCRelease#page1.tif

source=BTCRelease#page2.tif

source=BTCRelease#page3.tif

**RELEASE OF SECURITY INTEREST IN
INTELLECTUAL PROPERTY COLLATERAL**

This RELEASE, dated as of November 15, 2005, is made by DEUTSCHE BANK TRUST COMPANY AMERICAS (formerly known as Bankers Trust Company), as collateral agent ("Deutsche Bank"), pursuant to the termination of the Credit Agreement (the "Agreement"), by and among, Bankers Trust Company, NEXTMEDIA GROUP, INC., NEXTMEDIA OPERATING, INC., and NEXTMEDIA GROUP II, INC. (the "Grantors").

W I T N E S S E T H

WHEREAS, pursuant to the security interest ("Security Interest 1") granted to Bankers Trust Company by and among the Grantors, dated July 31, 2000 and recorded with the U.S. Patent and Trademark Office on October 31, 2000 at Reel/Frame No. 2173/0677, the Grantors granted Bankers Trust Company a security interest in its trademarks, registered trademarks, trademark applications, service marks, registered service marks and service mark applications, together with any goodwill connected with and symbolized by any such trademarks, registered trademarks, trademark applications, service marks, registered service marks, service mark applications; and all rights and interests pursuant to licenses or other contracts in favor of such Grantor pertaining to any trademarks, trademark registrations or trademark rights (the "Trademark Collateral");

WHEREAS, pursuant to the security interest ("Security Interest 2") granted to Bankers Trust Company by and among the Grantors, dated December 27, 2000 and recorded with the U.S. Patent and Trademark Office on January 29, 2001 at Reel/Frame No. 2232/0249, the Grantors granted Bankers Trust Company a security interest in its Trademark Collateral;

WHEREAS, pursuant to the security interest ("Security Interest 3") granted to Bankers Trust Company by and among the Grantors, dated July 31, 2000 and recorded with the U.S. Patent and Trademark Office on March 15, 2001 at Reel/Frame No. 2260/0768, the Grantors granted Bankers Trust Company a security interest in its Trademark Collateral;

WHEREAS, pursuant to the security interest ("Security Interest 4") granted to Bankers Trust Company by and among the Grantors, dated November 29, 2000 and recorded with the U.S. Patent and Trademark Office on April 16, 2001 at Reel/Frame No. 2279/0852, the Grantors granted Bankers Trust Company a security interest in its Trademark Collateral;

WHEREAS, Deutsche Bank acknowledges full payment, complete performance and satisfaction of all obligations pursuant to the Agreement have been made;

WHEREAS, the Grantors have requested that Deutsche Bank release its security interest in the Trademarks in connection with the termination of the Agreement (the "Released Collateral").

NOW, THEREFORE, in consideration of the foregoing, Deutsche Bank hereby RELEASES, without recourse and without representation or warranty, all of its security interest in the Trademarks, listed on Schedule I attached hereto and incorporated herein by reference, and any other collateral described in the Agreement.

Deutsche Bank agrees to provide the Grantors with any information and additional authorization necessary to effect the release of its security interest in the Released Collateral.

IN WITNESS WHEREOF, Deutsche Bank has executed this Release as of the date first set forth above.

DEUTSCHE BANK TRUST COMPANY AMERICAS,
as Collateral Agent

By: *Susan LeFevre*
Name: Susan LeFevre
Title: Director
Lana Gifas
Lana Gifas
Vice President

CERTIFICATION OF ACKNOWLEDGMENT

STATE OF New York
COUNTY OF New York) ss:

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 10th day of November, 2005, personally appeared Susan LeFevre / Lana Gifas who, being by me duly sworn, deposes and says that he/she is the Director / Vice President of DEUTSCHE BANK TRUST COMPANY AMERICAS, a _____, and that he/she, as such officer being duly authorized so to do, executed the foregoing instrument for the purposes therein contained as his/her free act and deed and as the full act and deed of such corporation as such officer.


Maureen E Thomas
Notary Public

My Commission Expires:

MAUREEN E THOMAS
Notary Public - State of New York
No. 01TH6098264
Qualified in Bronx County
Certified in New York County
My Commission Expires 9/08/2007

SCHEDULE "I"

BANKERS TRUST COMPANY Security Interest at 2173/0677

Registrant	Mark	Application No. Filing Date	Registration No. Registration Date
NextMedia Outdoor, Inc.		75/357,812 09/11/97	2,277,157 09/14/99
NextMedia Outdoor, Inc.	NATIONAL INDOOR ADVERTISING CORPORATION	75/357,813 09/11/97	2,260,083 07/06/99
NextMedia Outdoor, Inc.	THINK OF US AS OUTDOOR WITH PLUMBING	75/357,811 09/11/97	2,268,247 08/10/99

BANKERS TRUST COMPANY Security at 2232/0249

Comments	Mark	Application No. Filing Date	Registration No. Registration Date
NextMedia Operating, Inc.	ADMIRAL DAN	75/390,152 11/14/97	2,451,260 05/15/01
NextMedia Operating, Inc.	BREAKFAST FLAKES	75/302,773 06/03/97	2,239,600 04/13/99

BANKERS TRUST COMPANY Security at 2260/0768

Registrant	Mark	Application No. Filing Date	Registration No. Registration Date
NextMedia Operating, Inc.	ROCKET	73/800,345 05/15/89	1,578,146 01/16/90
NextMedia Operating, Inc.	ROCKET RADIO	73/800,154 05/15/89	1,576,856 01/09/90

BANKERS TRUST COMPANY Security at 2279/0852

Registrant	Mark	Application No. Filing Date	Registration No. Registration Date
NextMedia Operating, Inc.	ADMIRAL DAN	75/390,152 11/14/97	2,451,260 05/15/01
NextMedia Operating, Inc.	BREAKFAST FLAKES	75/302,773 06/03/97	2,239,600 04/13/99