

4/8/05

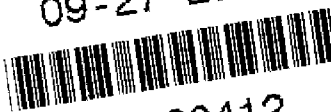
09-27-2005

RE

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

RECORDER
TRADEMARK



103089412

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Chesapeake Bay Broadcasting LLC

- Individual(s)
- General Partnership
- Corporation- State: _____
- Other a Virginia Limited Liability Company
- Association
- Limited Partnership

Citizenship (see guidelines) United States

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) March 24, 2005

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Max Media of Hampton Roads LLC

Internal

Address: _____

Street Address: 900 Laskin Road

City: Virginia Beach

State: VA

Country: United States Zip: 23451

- Association
- General Partnership
- Limited Partnership
- Corporation

Other a Virginia Limited Liability Company Citizenship United States

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

#1379598, #1378454, #1425174

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

WCMS
WRITE IT DOWN
THE COUNTRY MUSIC LEADER

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

Name: M. Bruce Harper, Esq.

Internal Address: _____

Street Address: c/o Williams Mullen, P.C.

222 Central Park Avenue, Suite 1700

City: Virginia Beach

State: VA Zip: 23462

Phone Number: 757-499-8800

Fax Number: 757-473-0395

Email Address: bharper@williamsmullen.com

6. Total number of applications and registrations involved:

3

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 99.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____

Authorized User Name _____

9. Signature:

Signature

Feb 1, 2006

Date

M. Bruce Harper

Name of Person Signing

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

5

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

04/11/2005 EC00PER 00000032 1379598

01 FC:8521

(40.00 OP)
50.00 OP

TRADEMARK

REEL: 003255 FRAME: 0061

02 FC 8521
700240852

ASSIGNMENT OF MARKS

THIS ASSIGNMENT OF MARKS is made as of March 24, 2005 by Chesapeake Bay Broadcasting LLC ("Assignor") to Max Media of Hampton Roads LLC ("Assignee").

This Assignment of Marks is made pursuant to that certain Asset Purchase Agreement (the "Agreement") dated January 26, 2005 among Assignor, Assignee and an affiliate of Assignee with respect to the following radio stations (the "Stations"):

WFOG(FM), Suffolk, VA (FCC Facility ID #64000)
WGH-FM, Newport News, VA (FCC Facility ID #72102)
WCMS(AM) (formerly WGH), Newport News, VA (FCC Facility ID #72103)
WXEZ(FM), Yorktown, VA (FCC Facility ID #19836)
WXMM(FM), Norfolk, VA (FCC Facility ID #71287)

Assignor is a limited liability company organized under the laws of the Commonwealth of Virginia and having its principal office at Two Newton Executive Park, Newton, Massachusetts 02462, and is the owner of all of the right, title, and interest in, to and under the registered marks listed below that are used or held for use in the business and operations of the Stations, including the registrations thereof or applications therefor (collectively, the "Marks"), including the following:

"WCMS" – U.S. registered mark (expires 1/21/06) (reg. #1379598)
"Write It Down" – U.S. registered mark (expires 1/14/06) (reg. #1378454)
"The Country Music Leader" – U.S. registered mark (expires 1/13/07) (reg. #1425174)

Assignee is a limited liability company organized under the laws of the Commonwealth of Virginia and having its principal office at 900 Laskin Road, Virginia Beach, Virginia 23451, and desires to acquire the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and pursuant to the Agreement, Assignor hereby transfers, assigns, conveys and delivers to Assignee, its successors and assigns, all of Assignor's right, title and interest in, to, and under the Marks (including the registrations thereof and applications therefor (wherever filed)), together with the goodwill, if any, associated with the use of the Marks, free and clear of Liens.

This Assignment of Marks is made pursuant to (and does not modify) the Agreement, which contains certain representations, warranties and covenants regarding the Marks. Capitalized terms used herein and not otherwise defined shall have the respective meanings set forth in the Agreement.

[SIGNATURE PAGE FOLLOWS]

12309013

TRADEMARK
REEL: 003255 FRAME: 0062

SIGNATURE PAGE TO ASSIGNMENT OF MARKS

IN WITNESS WHEREOF, Assignor has duly executed this Assignment of Marks as of the date first set forth above.

CHESAPEAKE BAY BROADCASTING LLC

By: 
Name: Michael A. Kaneb
Title: Manager/Member

Date: March 24, 2005