

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Liberty Media Corporation		07/06/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	XM Satellite Radio Inc.
Street Address:	1221 Avenue of the Americas
City:	New York
State/Country:	NEW YORK
Postal Code:	10020
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 143**

Property Type	Number	Word Mark
Serial Number:	76228711	"EVERYTHING... ALL THE TIME"
Serial Number:	76330871	(TOP)20(ON)20
Serial Number:	76456277	??ASK!
Serial Number:	77274252	1600
Serial Number:	78870097	60/20 SPORTS
Serial Number:	76330870	AGUILA
Serial Number:	76600071	ALEGRIA
Serial Number:	76584000	AMERICA LEFT
Serial Number:	76584001	AMERICA RIGHT
Serial Number:	76585538	ARTIST CONFIDENTIAL
Serial Number:	78604071	ARTIST TO ARTIST
Serial Number:	76002565	AUDIO VISIONS
Serial Number:	76281156	BABBLE ON
Serial Number:	78611019	BASEBALL CONFIDENTIAL

CH \$3590.00 76228711

Serial Number:	76203956	BEYOND AM. BEYOND FM.
Serial Number:	76183814	BEYOND JAZZ
Serial Number:	76241591	BLUEGRASS JUNCTION
Serial Number:	76281216	BONE YARD
Serial Number:	76281174	BPM
Serial Number:	78932656	BROADMINDED
Serial Number:	76315600	CARICIA
Serial Number:	76241585	CHROME
Serial Number:	76002567	CINEMAGIC
Serial Number:	78712464	CLASSICAL CONFIDENTIAL
Serial Number:	76241578	CLUB 82
Serial Number:	76228707	CROSS COUNTRY
Serial Number:	76002551	DEEP TRACKS
Serial Number:	78572140	DIALED IN
Serial Number:	76584557	DOWNSTAGE CENTER
Serial Number:	76618883	ENLIGHTEN
Serial Number:	76281217	ETHEL
Serial Number:	76002811	FINE TUNING
Serial Number:	76002821	FIRST THERE WAS AM, THEN FM, AND NOW. . . XM SATELLITE RADIO
Serial Number:	76002554	FRANK'S PLACE
Serial Number:	76281215	FRED
Serial Number:	76572625	FUNGUS
Serial Number:	76002553	HANK'S PLACE
Serial Number:	78871867	HEAR IT. CLICK IT. SAVE IT.
Serial Number:	78936860	HEAR MORE OF WHAT YOU LOVE
Serial Number:	78929481	HIGH STANDARDS
Serial Number:	76605620	HIGH VOLTAGE
Serial Number:	76315601	HIGHWAY 15
Serial Number:	76572974	HIGHWAY 16
Serial Number:	78797992	HOME ICE
Serial Number:	78548931	HOME PLATE
Serial Number:	76581308	JAM ALERT
Serial Number:	77359995	LET US INFOTAIN YOU
Serial Number:	76002550	LIQUID METAL

Serial Number:	78711602	LISTEN LARGE
Serial Number:	76572626	LUCY
Serial Number:	76281210	LUNA
Serial Number:	77118044	MAKING THE TURN
Serial Number:	77276197	MORNING BRIEFING
Serial Number:	76581307	NAVTRAFFIC
Serial Number:	78696195	NEXUS
Serial Number:	78788193	OFFSTAGE
Serial Number:	76002564	ON BROADWAY
Serial Number:	76281218	ON THE ROCKS
Serial Number:	76281155	OPEN ROAD
Serial Number:	77198144	OPINIONATED WITH CHRIS DIMARCO
Serial Number:	77188220	POTUS 08
Serial Number:	77279589	POTUS LIVE
Serial Number:	78953057	POWERSHIFT
Serial Number:	77278810	PRESS POOL
Serial Number:	76346517	RADIO AT FULL THROTTLE
Serial Number:	76228815	RADIO TAJ
Serial Number:	76241576	RADIO TO THE POWER OF X
Serial Number:	76521619	ROADY
Serial Number:	78639067	ROADYXT
Serial Number:	76422857	SKYFI
Serial Number:	76281214	SOUL STREET
Serial Number:	76002805	SPECIAL X
Serial Number:	76281213	SPIRIT
Serial Number:	78691494	TAKE 5
Serial Number:	76572399	THE BLEND
Serial Number:	76281219	THE FISH
Serial Number:	76241588	THE FLOW
Serial Number:	76281212	THE GROOVE
Serial Number:	76002824	THE HEART
Serial Number:	76002568	THE JOINT
Serial Number:	76241586	THE LOFT
Serial Number:	76281173	THE MOVE
Serial Number:	76228703	THE POWER

Serial Number:	76281211	THE RHYME
Serial Number:	76281220	THE TORCH
Serial Number:	76592979	THE ULTIMATE PLAYLIST
Serial Number:	78962453	THE VIRUS
Serial Number:	76584002	THEN.. .AGAIN...LIVE!
Serial Number:	76183787	UNSIGNED
Serial Number:	76315771	U-POP
Serial Number:	78797988	VERGE
Serial Number:	76183817	VOX
Serial Number:	77141180	WATERCOLORS
Serial Number:	76002801	WATERCOLORS
Serial Number:	76532987	WEATHER TO THE POWER OF X.
Serial Number:	76183789	WEIRDNESS
Serial Number:	78663542	WHAT'S NEXT . . . NOW
Serial Number:	77245010	WHERE EVERYONE IS AN INSIDER
Serial Number:	77265825	WHEREVER YOU ARE SATURDAYS
Serial Number:	76228702	WORLD ZONE
Serial Number:	76228706	X COUNTRY
Serial Number:	75827183	XM
Serial Number:	75539388	XM
Serial Number:	76002570	XM CAFE
Serial Number:	76002566	XM CLASSICS
Serial Number:	76241590	XM COMEDY
Serial Number:	78539045	XM CONNECT&PLAY
Serial Number:	77334969	XM FOR BUSINESS
Serial Number:	76002569	XM KIDS
Serial Number:	76581894	XM LINER NOTES
Serial Number:	76002804	XM MUSIC LAB
Serial Number:	78313689	XM NATION
Serial Number:	76682995	XM ON DECK
Serial Number:	76002810	XM PREVIEW
Serial Number:	76597679	XM PUBLIC RADIO
Serial Number:	78855286	XM RADIO
Serial Number:	76492942	XM READY
Serial Number:	76346516	XM READY

Serial Number:	76604432	XM REFERENCE
Serial Number:	76581865	XM SIGNAL
Serial Number:	78748380	XM SPORTS NATION
Serial Number:	76581309	XM2GO
Serial Number:	76526167	XMDIRECT
Serial Number:	76241581	XMLM
Serial Number:	76597675	XMPR
Serial Number:	76581306	XMSKYBOX
Serial Number:	78756345	XMSN
Serial Number:	76183784	XMU
Serial Number:	78329942	XMWX
Serial Number:	77210458	XXM
Serial Number:	76203958	XPERIENCE XM
Serial Number:	77407439	EQ
Serial Number:	77486027	GET THERE FASTER
Serial Number:	78716222	HELIX
Serial Number:	77515418	RECORD WHAT YOU LOVE, LISTEN WHEN YOU WANT!
Serial Number:	78613840	REMORA
Serial Number:	77384993	SKYBUDS
Serial Number:	77489925	SKYKUBE
Serial Number:	77515417	THE BEST OF BOTH WORLDS!
Serial Number:	77537996	XM MP3
Serial Number:	77355259	XM NAVWEATHER
Serial Number:	77489790	XMP3
Serial Number:	77413882	XXM

**CORRESPONDENCE DATA**

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ATTORNEY DOCKET NUMBER: 019015.0485

NAME OF SUBMITTER:	Danielle R. Scheinberg
Signature:	/drs/
Date:	07/07/2009

**Total Attachments: 12**

source=Liberty Media and XM Radio IP Release of Security Agreement#page1.tif  
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**RELEASE OF SECURITY INTEREST IN PATENTS AND TRADEMARKS**

Dated: July 6, 2009

WHEREAS, pursuant to a Patent and Trademark Security Agreement dated as of March 6, 2009 (the “Security Agreement”; the terms defined therein being used herein as therein defined), among XM Satellite Radio Inc., a Delaware corporation, XM Satellite Radio Holdings Inc., a Delaware corporation, and the Subsidiary Guarantors referred to therein, the Loan Parties granted security interests in, and liens upon, certain patents, patent applications, trademarks, trademark applications, and related rights to Liberty Media Corporation, a Delaware corporation, in its capacity as administrative agent for the lenders under the Credit Agreement (in such capacity, the “Secured Party”);

WHEREAS, an executed copy of the Security Agreement was recorded in the United States Patent and Trademark Office as follows:

<u>Document Name:</u>	<u>Database:</u>	<u>Recorded Date:</u>	<u>Reel</u>	<u>Frame</u>
Security Agreement	Trademark	March 6, 2009	003947	0384
Security Agreement	Patent	March 6, 2009	022354	0205

WHEREAS, the Borrower has requested that the Secured Party release and reassign its interest in the patents and patent applications more fully identified in Schedule A and the registered trademarks and trademark applications more fully identified in Schedule B annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, the Secured Party hereby:

1. releases and reassigns to each of the Loan Parties any and all liens, security interests, right, title, and interest of the Secured Party pursuant to the Security Agreement in such Loan Party’s patents and patent applications more fully identified in Schedule A and such Loan Party’s registered trademarks and trademark applications more fully identified in Schedule B annexed hereto and made a part hereof, together with the goodwill of the business symbolized thereby, without recourse or representation or warranty, express or implied, of any kind; and
2. authorizes and requests that the U.S. Patent and Trademark Office note and record the existence of the release hereby given.

This Release shall be governed by and construed in accordance with the law of the State of New York.

*(signature page follows)*

IN WITNESS WHEREOF, the Secured Party has caused this Release of Security Interest in Patents and Trademarks to be executed by its duly authorized corporate officer as of the date first written above.

LIBERTY MEDIA CORPORATION

By:

Name: 

Title:

**David J.A. Flowers**  
**Senior Vice President &**  
**Treasurer**



List of Patents and Patent Applications**U.S. Patents Issued****Owner: XM Satellite Radio Inc.**

<b>Title</b>	<b>Application No.</b>	<b>Application Date</b>	<b>Patent No.</b>	<b>Issue Date</b>
Method and apparatus for continuous cross-channel interleaving	09/318,938	5/26/1999	6154452	11/28/2000
Folded helix antenna design	09/434,236	11/5/1999	6229499	5/8/2001
Method and apparatus for concatenated convolutional encoding and interleaving	09/433,861	11/4/1999	6229824	5/8/2001
Dual coupled vehicle glass mount antenna system	09/438,814	11/10/1999	6232926	5/15/2001
System for providing audio signals from an auxiliary audio source to a radio receiver via a dc power line	09/310,352	5/12/1999	6272328	8/7/2001
Vehicle antenna assembly for receiving satellite broadcast signals	09/317,947	5/25/1999	6295033	9/25/2001
Method and system for providing geographic specific services in a satellite communications network	09/433,863	11/4/1999	6347216	2/12/2002
Method and apparatus for dispatch communications in a broadcast radio system	09/434,734	11/5/1999	6397076	5/28/2002
Vehicle antenna assembly for receiving satellite broadcast signals	09/953,146	9/17/2001	6421020	7/16/2002
Method and apparatus for selectively operating satellites in tundra orbits to reduce receiver buffering requirements for time diversity signals	09/433,849	11/4/1999	6442385	8/27/2002
System for and method of jointly optimizing the transmit antenna patterns of two geostationary satellites in a satellite broadcasting system	09/877,102	6/11/2001	6470058	10/22/2002
Combination linearly polarized and quadrifilar antenna	09/875,728	6/6/2001	6483471	11/19/2002
System for providing signals from an auxiliary audio source to a radio receiver using a wireless link	09/263,207	3/5/1999	6493546	12/10/2002
Satellite digital audio radio service tuner architecture for reception of satellite and terrestrial signals	09/435,317	11/4/1999	6510317	1/21/2003
Drooping helix antenna	09/968,821	10/2/2001	6535179	3/18/2003
Glass-mountable antenna system with dc and rf coupling	09/844,699	4/30/2001	6538609	3/25/2003
Digital audio service satellite receiver having switchable operating modes for stationary or mobile use	09/433,864	11/4/1999	6549774	4/15/2003

Title	Application No.	Application Date	Patent No.	Issue Date
Method and apparatus for customized selection of audio channels	09/918,881	7/31/2001	6553077	4/22/2003
Digital radio prepaid music recording system	09/434,751	11/5/1999	6563805	5/13/2003
Method and apparatus for composite data stream storage and playback	09/433,862	11/4/1999	6564003	5/13/2003
Method and apparatus for continuous cross-channel interleaving	09/688,824	10/17/2000	6614767	9/2/2003
Combination linearly polarized and quadrifilar antenna sharing a common ground plane	10/114,360	4/2/2002	6621458	9/16/2003
Electronically steerable antenna array using user-specified location data for maximum signal reception based on elevation angle	09/388,371	9/1/1999	6640085	10/28/2003
Through glass rf coupler system	10/108,349	3/29/2002	6661386	12/9/2003
Method and apparatus for prompting a reverse channel response from receiver in a digital broadcast system	09/695,315	10/25/2000	6686880	2/3/2004
Apparatus and method for transferring dc power and rf energy through a dielectric for antenna reception	09/982,112	10/19/2001	6686882	2/3/2004
Low cost interoperable satellite digital audio radio service (sdars) receiver adapted to receive signals in accordance with advantageous frequency plan	09/318,314	5/25/1999	6724827	4/20/2004
Receiver architecture for sdars full band signal reception having an analog conversion to baseband stage	09/318,149	5/25/1999	6735416	5/11/2004
Method and apparatus for digital audio playback using local stored content	09/874,741	6/5/2001	6785656	8/31/2004
Combination satellite and terrestrial antenna	10/218,176	8/14/2002	6806838	10/19/2004
System for providing signals from an auxiliary audio source to a radio receiver using a wireless link	10/289,255	11/7/2002	6810233	10/26/2004
Low cost interoperable satellite digital audio radio service (sdars) receiver architecture	09/318,296	5/25/1999	6823169	11/23/2004
Method and apparatus for controlling user access and decryption of locally stored content at receivers in a digital broadcast system	09/695,081	10/25/2000	6834156	12/21/2004
Method and apparatus for providing on-demand access of stored content at a receiver in a digital broadcast system	09/695,139	10/25/2000	6876835	4/5/2005
Apparatus for and method of securely downloading and installing a program patch in a processing device	09/747,567	12/22/2000	6970565	11/29/2005
Method and apparatus for backup power in a communication system	09/874,807	6/5/2001	6993316	1/31/2006
System and method for distributing music and data	09/461,699	12/14/1999	7010263	3/7/2006
System and method for detecting the connections of two antennae to a radio receiver	09/931,101	8/17/2001	7010264	3/7/2006

Title	Application No.	Application Date	Patent No.	Issue Date
Satellite digital audio radio receiver with instant replay capability	09/435,316	11/4/1999	7020217	3/28/2006
Method and apparatus for content blocking	10/039,324	12/21/2001	7035628	4/25/2006
Method and apparatus for concatenated convolutional encoding and interleaving	09/849,237	5/7/2001	7058086	6/6/2006
Method and apparatus for audio output combining	09/968,945	10/2/2001	7075946	7/11/2006
System and method for multipoint distribution of satellite digital audio radio service	09/435,315	11/4/1999	7123875	10/17/2006
Method and apparatus for selectively operating satellites in tundra orbits	10/171,619	6/13/2002	7136640	11/14/2006
Method and apparatus for employing stored content at receivers to improve efficiency of broadcast system bandwidth use	09/695,226	10/25/2000	7180917	2/20/2007
Automatic on/off switch for vehicle power outlets	11/035,854	1/14/2005	7248152	7/24/2007
Method and apparatus for continuous cross-channel interleaving	10/621,398	7/18/2003	7251281	7/31/2007
Method and apparatus for wirelessly coupling a source signal to a radio frequency receiver	10/803,762	3/18/2004	7260356	8/21/2007
Method and apparatus for navigating, previewing and selecting broadband channels via a receiving user interface	10/247,743	9/20/2002	7263329	8/28/2007
Method and apparatus for timing recovery in an ofdm system	10/036,870	12/26/2001	7269125	9/11/2007
Method and apparatus for determining location in a satellite communication system	10/039,348	12/31/2001	7274327	9/25/2007
Method and apparatus for selectively operating satellites in tundra orbits	11/543,916	10/6/2006	7406311	7/29/2008
Antenna diversity system	10/866,838	6/14/2004	7447171	11/4/2008
System and method for providing recording and playback of digital media content	10/831,343	4/26/2004	7454166	11/18/2008

**U.S. Patent Applications Pending**  
**Owner: XM Satellite Radio Inc.**

Title	Application Date	Application No.	Publication No.
Interoperable satellite digital audio radio service (SDARS) receiver architecture	4/15/1999	09/318,031	N/A (Filed prior to implementation of US publication process)
Method and apparatus for implementing file transfers to receivers in a digital broadcast system	10/25/2000	09/695,228	N/A (Filed prior to implementation of US publication process)
Method and apparatus for streaming text to speech in a radio communication system	9/10/2002	10/238,555	20040049389




Title	Application Date	Application No.	Publication No.
Computer based multi-channel radio system and user interface	7/24/2003	10/626,244	20050020238
Digital remodulation	12/15/2004	11/012,579	20060126716
Method and system for hierarchical modulation and demodulation for digital radio	4/22/2005	11/112,658	20060239365
Method and apparatus for concatenated convolutional encoding and interleaving	3/28/2006	11/390,499	20060280206
Context sensitive data input using finger or fingerprint recognition	6/16/2005	11/154,861	20060284853
Method and apparatus for providing digital media player with portable digital radio broadcast system receiver or integrated antenna and docking system	9/30/2005	11/239,642	20070077882
Method and apparatus for providing prepaid music card for deciphering recorded broadcast audio signals	4/17/2006	11/379,040	20070098159
Method and apparatus for employing stored content at receivers to improve efficiency of broadcast system bandwidth use	10/26/2006	11/553,398	20070124794
Broadcast signal interface device and method thereof	3/21/2007	11/723,748	20080032647
Remote fm modulation antenna arrangement	8/31/2006	11/469,330	20080062053
System and method for sending and receiving images via wireless audio channels	9/27/2006	11/528,971	20080125030
System for insertion of locally cached information into a received broadcast stream	12/10/2007	12/000,198	20080163290
System and method for mobile commerce	7/3/2008	12/167,295	20080268773
Method and apparatus for selectively operating satellites in tundra orbits	7/3/2008	12/216,391	20080268837
Vehicle message addressing	5/15/2008	12/120,877	20080287092
Method and system of sharing a controller for a combined cellular phone and satellite radio	5/15/2008	12/120,932	20080287122
System for audio broadcast channel remapping and rebranding using content insertion	8/23/2007	11/892,475	20090053991
Method and system for converting streaming digital data to FM modulated data	1/14/2005	11/035,456	20060160486

List of Trademarks and Trademark Applications**U.S. Trademarks Registered**  
**Owner: XM Satellite Radio Inc.**


Trademark	Application No.	Application Date	Registration No.	Registration Date
"EVERYTHING... ALL THE TIME"	76228711	22-MAR-2001	2660543	10-DEC-2002
(TOP)20(ON)20	76330871	29-OCT-2001	2650866	12-NOV-2002
??ASK! & Design <b>??Ask!</b>	76456277	02-OCT-2002	2831400	13-APR-2004
1600	77274252	07-SEP-2007	3499925	09-SEP-2008
60/20 SPORTS	78870097	26-APR-2006	3224817	03-APR-2007
AGUILA	76330870	29-OCT-2001	2582245	18-JUN-2002
ALEGRIA	76600071	01-JUL-2004	3056030	31-JAN-2006
AMERICA LEFT	76584000	30-MAR-2004	3046668	17-JAN-2006
AMERICA RIGHT	76584001	30-MAR-2004	3046669	17-JAN-2006
ARTIST CONFIDENTIAL	76585538	07-APR-2004	3066419	07-MAR-2006
ARTIST TO ARTIST	78604071	07-APR-2005	3308491	09-OCT-2007
AUDIO VISIONS	76002565	17-MAR-2000	2595310	16-JUL-2002
BABBLE ON	76281156	06-JUL-2001	2722272	03-JUN-2003
BASEBALL CONFIDENTIAL	78611019	18-APR-2005	3419944	29-APR-2008
BEYOND AM. BEYOND FM.	76203956	02-FEB-2001	2633014	08-OCT-2002
BEYOND JAZZ	76183814	21-DEC-2000	2572164	21-MAY-2002
BLUEGRASS JUNCTION	76241591	17-APR-2001	2821513	09-MAR-2004
BONE YARD	76281216	06-JUL-2001	2622244	17-SEP-2002
BPM	76281174	06-JUL-2001	2660679	10-DEC-2002
BROADMINDED	78932656	19-JUL-2006	3367177	08-JAN-2008
CARICIA	76315600	21-SEP-2001	2712042	29-APR-2003
CHROME	76241585	17-APR-2001	2655860	03-DEC-2002
CINEMAGIC	76002567	17-MAR-2000	2613210	27-AUG-2002
CLASSICAL CONFIDENTIAL	78712464	14-SEP-2005	3178614	28-NOV-2006
CLUB 82	76241578	17-APR-2001	2592906	09-JUL-2002
CROSS COUNTRY	76228707	22-MAR-2001	2640784	22-OCT-2002

Trademark	Application No.	Application Date	Registration No.	Registration Date
DEEP TRACKS	76002551	17-MAR-2000	2586173	25-JUN-2002
DIALED IN	78572140	22-FEB-2005	3143496	12-SEP-2006
DOWNSTAGE CENTER	76584557	02-APR-2004	3055999	31-JAN-2006
ENLIGHTEN	76618883	01-NOV-2004	3080287	11-APR-2006
ETHEL	76281217	06-JUL-2001	2618959	10-SEP-2002
FINE TUNING	76002811	17-MAR-2000	2564380	23-APR-2002
FIRST THERE WAS AM, THEN FM, AND NOW...XM SATELLITE RADIO	76002821	17-MAR-2000	2643696	29-OCT-2002
FRANK'S PLACE	76002554	17-MAR-2000	2595309	16-JUL-2002
FRED	76281215	06-JUL-2001	2964455	05-JUL-2005
FUNGUS	76572625	29-JAN-2004	2935874	29-MAR-2005
HANK'S PLACE	76002553	17-MAR-2000	2586174	25-JUN-2002
HEAR IT. CLICK IT. SAVE IT.	78871867	28-APR-2006	3321544	23-OCT-2007
HEAR MORE OF WHAT YOU LOVE	78936860	25-JUL-2006	3318147	23-OCT-2007
HIGH STANDARDS	78929481	14-JUL-2006	3321771	23-OCT-2007
HIGH VOLTAGE	76605620	05-AUG-2004	3080264	11-APR-2006
HIGHWAY 15	76315601	21-SEP-2001	2676946	21-JAN-2003
HIGHWAY 16	76572974	29-JAN-2004	2945687	03-MAY-2005
HOME ICE	78797992	24-JAN-2006	3370553	15-JAN-2008
HOME PLATE	78548931	18-JAN-2005	3211850	20-FEB-2007
JAM ALERT	76581308	16-MAR-2004	3005181	04-OCT-2005
LET US INFOTAIN YOU	77359995	27-DEC-2007	3517979	14-OCT-2008
LIQUID METAL	76002550	17-MAR-2000	2643695	29-OCT-2002
LISTEN LARGE	78711602	13-SEP-2005	3262828	10-JUL-2007
LUCY	76572626	29-JAN-2004	3226331	10-APR-2007
LUNA	76281210	06-JUL-2001	2613510	27-AUG-2002
MAKING THE TURN	77118044	28-FEB-2007	3415308	22-APR-2008
MORNING BRIEFING	77276197	11-SEP-2007	3396737	11-MAR-2008
NAVTRAFFIC	76581307	16-MAR-2004	3006291	11-OCT-2005
NEXUS	78696195	19-AUG-2005	3349660	04-DEC-2007
OFFSTAGE	78788193	10-JAN-2006	3345695	27-NOV-2007
ON BROADWAY	76002564	17-MAR-2000	2654778	26-NOV-2002
ON THE ROCKS	76281218	06-JUL-2001	2861907	13-JUL-2004
OPEN ROAD	76281155	06-JUL-2001	2660677	10-DEC-2002
OPINIONATED WITH CHRIS DIMARCO	77198144	05-JUN-2007	3394391	11-MAR-2008
POTUS 08	77188220	23-MAY-2007	3387111	19-FEB-2008

Trademark	Application No.	Application Date	Registration No.	Registration Date
POTUS LIVE	77279589	14-SEP-2007	3396741	11-MAR-2008
POWERSHIFT	78953057	16-AUG-2006	3442994	03-JUN-2008
PRESS POOL	77278810	13-SEP-2007	3396739	11-MAR-2008
RADIO AT FULL THROTTLE	76346517	10-DEC-2001	2624806	24-SEP-2002
RADIO TAJ	76228815	22-MAR-2001	2687260	11-FEB-2003
RADIO TO THE POWER OF X	76241576	17-APR-2001	2667134	24-DEC-2002
ROADY	76521619	10-JUN-2003	2921305	25-JAN-2005
ROADYXT	78639067	27-MAY-2005	3184854	12-DEC-2006
SKYFI & Design 	76422857	19-JUN-2002	2773239	14-OCT-2003
SOUL STREET	76281214	06-JUL-2001	2624362	24-SEP-2002
SPECIAL X	76002805	17-MAR-2000	2595311	16-JUL-2002
SPIRIT	76281213	06-JUL-2001	2618958	10-SEP-2002
TAKE 5	78691494	12-AUG-2005	3482167	05-AUG-2008
THE BLEND	76572399	29-JAN-2004	2918247	11-JAN-2005
THE FISH	76281219	06-JUL-2001	2660680	10-DEC-2002
THE FLOW	76241588	17-APR-2001	2627752	01-OCT-2002
THE GROOVE	76281212	06-JUL-2001	2875999	24-AUG-2004
THE HEART	76002824	17-MAR-2000	2613211	27-AUG-2002
THE JOINT	76002568	17-MAR-2000	2652379	19-NOV-2002
THE LOFT	76241586	17-APR-2001	2926537	15-FEB-2005
THE MOVE	76281173	06-JUL-2001	2660678	10-DEC-2002
THE POWER	76228703	22-MAR-2001	2748047	05-AUG-2003
THE RHYME	76281211	06-JUL-2001	2851290	08-JUN-2004
THE TORCH	76281220	06-JUL-2001	2687345	11-FEB-2003
THE ULTIMATE PLAYLIST	76592979	19-MAY-2004	2988328	23-AUG-2005
THE VIRUS	78962453	29-AUG-2006	3407319	01-APR-2008
THEN.. .AGAIN...LIVE!	76584002	30-MAR-2004	2998812	20-SEP-2005
UNSIGNED	76183787	21-DEC-2000	2826644	23-MAR-2004
U-POP	76315771	21-SEP-2001	2733082	01-JUL-2003
VERGE	78797988	24-JAN-2006	3321032	23-OCT-2007
VOX	76183817	21-DEC-2000	2727741	17-JUN-2003
WATERCOLORS	77141180	27-MAR-2007	3334309	13-NOV-2007
WATERCOLORS	76002801	17-MAR-2000	2564379	23-APR-2002
WEATHER TO THE POWER OF X.	76532987	29-JUL-2003	2947365	10-MAY-2005

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WEIRDNESS	76183789	21-DEC-2000	2684430	04-FEB-2003
WHAT'S NEXT . . . NOW	78663542	05-JUL-2005	3231316	17-APR-2007
WHERE EVERYONE IS AN INSIDER	77245010	02-AUG-2007	3415462	22-APR-2008
WHEREVER YOU ARE SATURDAYS	77265825	28-AUG-2007	3481912	05-AUG-2008
WORLD ZONE	76228702	22-MAR-2001	2595889	16-JUL-2002
X COUNTRY	76228706	22-MAR-2001	2655819	03-DEC-2002
XM & Design 	75827183	20-OCT-1999	2556817	02-APR-2002
XM	75539388	20-AUG-1998	2547677	12-MAR-2002
XM CAFE	76002570	17-MAR-2000	2851139	08-JUN-2004
XM CLASSICS	76002566	17-MAR-2000	2613209	27-AUG-2002
XM COMEDY	76241590	17-APR-2001	2652593	19-NOV-2002
XM CONNECT&PLAY & Design 	78539045	28-DEC-2004	3189976	26-DEC-2006
XM FOR BUSINESS	77334969	21-NOV-2007	3501129	16-SEP-2008
XM KIDS	76002569	17-MAR-2000	2702924	01-APR-2003
XM LINER NOTES	76581894	18-MAR-2004	3117643	18-JUL-2006
XM MUSIC LAB	76002804	17-MAR-2000	2666915	24-DEC-2002
XM NATION	78313689	15-OCT-2003	2964990	05-JUL-2005
XM ON DECK	76682995	16-OCT-2007	3456163	01-JUL-2008
XM PREVIEW	76002810	17-MAR-2000	2583273	18-JUN-2002
XM PUBLIC RADIO	76597679	16-JUN-2004	3361162	01-JAN-2008
XM RADIO	78855286	06-APR-2006	3577995	17-FEB-2009
XM READY & Design	76492942	25-FEB-2003	2810210	03-FEB-2004
XM READY & Design 	76346516	10-DEC-2001	2621205	17-SEP-2002
XM REFERENCE	76604432	28-JUL-2004	3154577	10-OCT-2006



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XM SIGNAL	76581865	19-MAR-2004	2986996	23-AUG-2005
XM SPORTS NATION	78748380	07-NOV-2005	3345612	27-NOV-2007
XM2GO	76581309	16-MAR-2004	3016015	15-NOV-2005
XMDIRECT	76526167	26-JUN-2003	2902875	16-NOV-2004
XMLM	76241581	17-APR-2001	2572185	21-MAY-2002
XMPR	76597675	16-JUN-2004	3184229	12-DEC-2006
XMSKYBOX	76581306	16-MAR-2004	3149163	26-SEP-2006
XMSN	78756345	17-NOV-2005	3345628	27-NOV-2007
XMU	76183784	21-DEC-2000	2608188	13-AUG-2002
XMWX & Design 	78329942	19-NOV-2003	3007285	18-OCT-2005
XMXX	77210458	20-JUN-2007	3419628	29-APR-2008
XPERIENCE XM	76203958	02-FEB-2001	2732837	01-JUL-2003

**U.S. Trademark Applications Pending**  
**Owner: XM Satellite Radio Inc.**

Trademark	Basis	Application No.	Application Date
EQ	Intent to Use	77407439	27-FEB-2008
GET THERE FASTER	Use Based	77486027	29-MAY-2008
HELIX	Intent to Use	78716222	20-SEP-2005
RECORD WHAT YOU LOVE, LISTEN WHEN YOU WANT!	Intent to Use	77515418	6-JUL-2008
REMORA	Intent to Use	78613840	21-APR-2005
SKYBUDS	Intent to Use	77384993	31-JAN-2008
SKYKUBE	Intent to Use	77489925	03-JUN-2008
THE BEST OF BOTH WORLDS!	Intent to Use	77515417	06-JUL-2008
XM MP3 & Design	Intent to Use	77537996	04-AUG-2008
XM NAVWEATHER	Intent to Use	77355259	18-DEC-2007

Trademark	Basis	Application No.	Application Date
XMP3	Intent to Use	77489790	03-JUN-2008
XMQ	Intent to Use	77413882	05-MAR-2008

NY02:660665.1

**RECORDED: 07/07/2009**

**TRADEMARK  
REEL: 004016 FRAME: 0335**