

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY												
CONVEYING PARTY DATA													
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Wilmington Trust FSB</td> <td></td> <td>05/27/2010</td> <td>FEDERALLY CHARTERED SAVINGS BANK: DELAWARE</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Wilmington Trust FSB		05/27/2010	FEDERALLY CHARTERED SAVINGS BANK: DELAWARE					
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State/Country:	COLORADO												
Postal Code:	80111												
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE												
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City:	Greenwood Village												
State/Country:	COLORADO												

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TRADEMARK
REEL: 004214 FRAME: 0709

CH \$215.00 2451260

Postal Code:	80111
Entity Type:	CORPORATION: DELAWARE

Name:	Nextmedia Northern Colorado, Inc.
Street Address:	6312 S. Fiddler's Green Circle, #205E
City:	Greenwood Village
State/Country:	COLORADO
Postal Code:	80111
Entity Type:	CORPORATION: DELAWARE

Name:	Nextmedia Franchising, Inc.
Street Address:	6312 S. Fiddler's Green Circle, #205E
City:	Greenwood Village
State/Country:	COLORADO
Postal Code:	80111
Entity Type:	CORPORATION: DELAWARE

Name:	Nextmedia Outdoor, LLC
Street Address:	6312 S. Fiddler's Green Circle, #205E
City:	Greenwood Village
State/Country:	COLORADO
Postal Code:	80111
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2451260	ADMIRAL DAN
Registration Number:	2239600	BREAKFAST FLAKES
Registration Number:	2505853	NEXTMEDIA
Registration Number:	1578146	ROCKET
Registration Number:	2277157	
Registration Number:	2260083	NATIONAL INDOOR ADVERTISING CORPORATION
Registration Number:	2268247	THINK OF US AS OUTDOOR WITH PLUMBING
Registration Number:	1576856	ROCKET RADIO

CORRESPONDENCE DATA

Fax Number: (917)777-4104

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

TRADEMARK
REEL: 004214 FRAME: 0710

Phone: 212-735-3000
Email: kellie.weilbrenner@skadden.com
Correspondent Name: Skadden, Arps, Slate, Meagher & Flom LLP
Address Line 1: Four Times Square
Address Line 2: Attn: S. Anita Sinha, Esq.
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER:	217730/2296
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NAME OF SUBMITTER:	S. Anita Sinha
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Signature:	/S. Anita Sinha/
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Date:	05/28/2010
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Total Attachments: 7

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RELEASE OF SECURITY INTEREST IN TRADEMARKS

This RELEASE OF SECURITY INTEREST IN TRADEMARKS, dated as of May 27, 2010 (the “**Release**”), given by WILMINGTON TRUST FSB in its capacity as first lien collateral agent for the Secured Parties (“**Wilmington Trust**”), as successor to GENERAL ELECTRIC CAPITAL CORPORATION (“**GE**”), in favor of each of NEXTMEDIA OPERATING, INC., NEXTMEDIA GROUP, INC., NM LICENSING LLC, NEXTMEDIA OUTDOOR, INC., NEXTMEDIA NORTHERN COLORADO, INC., NEXTMEDIA FRANCHISING, INC., and NEXTMEDIA OUTDOOR, LLC (collectively “**Assignees**”), all incorporated in Delaware and located at 6312 S. Fiddler’s Green Circle, #205E, Greenwood Village, CO 80111.

Unless otherwise defined herein, terms defined in the Pledge and Security Agreement (defined below) or in the Trademark Security Agreement (defined below) and used herein have the meaning given to them in such Pledge and Security Agreement or Trademark Security Agreement, as applicable.

Whereas, Assignees were party to a Pledge and Security Agreement (First Lien) dated as of November 15, 2005 (as amended, restated, supplemented or otherwise modified from time to time, the “**Pledge and Security Agreement**”) between each of the Assignees and the other assignees party thereto and GE pursuant to which the Assignees were required to execute and deliver a Trademark Security Agreement;

Whereas, in consideration of the premises and to induce the Secured Parties to enter into the Credit Agreement, GE and Assignees entered into that certain Trademark Security Agreement, dated as of November 15, 2005 (as amended, supplemented, restated, extended or otherwise modified from time to time, the “**Trademark Security Agreement**”);

Whereas, the Trademark Security Agreement was recorded with the United States Patent and Trademark Office on November 17, 2005 at Reel 3196/Frame 0476;

Whereas, pursuant to the Trademark Security Agreement, each Assignee pledged and granted to GE for the benefit of the Secured Parties a security interest in all of such Assignee’s right, title and interest in, to and under the following, whether then presently existing or thereafter created or acquired (collectively, the “**Trademark Collateral**”):

(a) all trademarks and service mark registrations and applications referred to on Schedule I thereto (provided, that no security interest would be granted in United States intent-to-use trademark or service mark applications to the extent that and solely during the period in which the grant of a security interest therein would impair the validity or enforceability of such intent-to-use applications under applicable federal law), (ii) all extensions or renewals of any of the foregoing, (iii) all of the goodwill of the business connected with the use of and symbolized by the foregoing, and (iv) the right to

sue for past, present and future infringement or dilution of any of the foregoing or for any injury to goodwill (collectively, "**Trademarks**"); and

(b) all Proceeds of the foregoing, including, without limitation, licenses, royalties, income, payments, claims, damages and proceeds of suit;

Whereas, GE assigned all of its rights, power and privileges as Collateral Agent under the Credit Agreement and the other Credit Documents, including the Trademark Security Agreement, to Wilmington Trust, which was recorded with the United States Patent and Trademark Office on December 10, 2009 at Reel 4112/Frame 0035;

Whereas, Wilmington Trust and Assignees desire that Wilmington Trust terminate and release its security interest in all of Assignees' right, title and interest in and to the Trademark Collateral.

Now, therefore, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged:

Wilmington Trust hereby terminates, releases and discharges fully its security interest in all of its right, title and interest in or to all of the Trademark Collateral, including but not limited to the Trademarks listed on Schedule I hereto, and reassigns and transfers any and all interest that Wilmington Trust may have in the Trademark Collateral to the applicable Assignee that is the registrant of the applicable Trademark.

Wilmington Trust hereby authorizes Assignees or Assignees' authorized representative to (i) record this Release with the United States Patent and Trademark Office, (ii) file UCC Financing Statement Amendments or Terminations with the applicable state filing office in order to memorialize the release of any security interest of Wilmington Trust in the Trademark Collateral, and/or (iii) otherwise record or file this Release in any applicable governmental office or agency.

This Release and the rights and obligations of the parties hereunder shall be governed by, and shall be construed and enforced in accordance with, the laws of the State of New York.

This Release may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed an original, but all such counterparts together shall constitute but one and the same instrument.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, Wilmington Trust has caused this Release to be executed and delivered by its duly authorized officers as of the date first set forth above.

WILMINGTON TRUST FSB, as Collateral Agent

By: _____



Name:

BORIS TREYGER


Title:

VICE PRESIDENT

SCHEDULE I

TRADEMARK REGISTRATIONS AND APPLICATIONS

U.S. TRADEMARKS

Mark	Application No. Filing Date	Registration No. Registration Date
ADMIRAL DAN	75/390,152 11/14/97	2,451,260 05/15/01
BREAKFAST FLAKES	75/302,773 06/03/97	2,239,600 04/13/99
NEXTMEDIA	75/827,877 10/21/99	2,505,853 11/31/01
ROCKET	73/800,345 05/15/89	1,578,146 01/16/90
ROCKET RADIO	73/800,154 05/15/89	1,576,856 01/09/90
	75/357,812 09/11/97	2,277,157 09/14/99
NATIONAL INDOOR ADVERTISING CORPORATION	75/357,813 09/11/97	2,260,083 07/06/99
THINK OF US AS OUTDOOR WITH PLUMBING	75/357,811 09/11/97	2,268,247 08/10/99






STATE TRADEMARKS

State	Mark	Registration No. Registration Date
Illinois	BEST OF THE 80'S, 90'S AND TODAY	87566 08/02/01
Illinois	ROCK N ROLL FAVORITES FOR THE BURBS	87749 09/05/01
Illinois	TODAY'S BEST MUSIC AND LAKE COUNTY'S FAVORITES 102.3 XLC	87840 09/25/01
Wisconsin	95 WILL ROCK	02/27/02
Wisconsin	AM 1050 WLIP	02/27/02

TRADEMARK

REEL: 004214 FRAME: 0715

State	Mark	Registration No. Registration Date
Wisconsin	EXTREME COUNTRY 104.7	02/27/02
Illinois	CHICAGOLAND'S VOICE	90254 03/11/03
Texas	NEXTMEDIA	59014 08/30/99
Michigan	MOOSE COUNTRY	M05110 11/04/03
Michigan	THE MOOSE	M05112 11/04/03
Illinois	1340 WJOL - WILL COUNTY'S NEWS-TALK-SPORTS	91925 03/04/04
Illinois	96.7 WILL ROCK-ROCKS!	89066 06/06/02
Illinois	98.3 WCCQ TODAY'S COUNTRY AND YOUR ALL-TIME FAVORITES	92028 03/29/04
Illinois	100.7 RXO THE SOUTHLAND'S CLASSIC ROCK	90187 02/24/03
Illinois	1340 WJOL - THE VOICE OF JOLIET	88846 05/02/02
Illinois	TODAY'S HOTTEST HITS @ 100.7 THE BUS	87997 11/09/01
Illinois	THE BEST VARIETY OF THE 80'S, 90'S & TODAY	87784 09/11/01
Illinois	102.3 WXLC	92007 03/23/04
Illinois	1220 WKRS	92006 03/23/04
Illinois	LAKE COUNTY'S FAVORITES	92008 03/23/04
Illinois	STAR 105.5	90895 07/31/03
Illinois	THE VOICE OF LAKE COUNTY	92005 03/23/04
North Carolina	ROCK 104.5	15648 12/22/99

State	Mark	Registration No. Registration Date
South Carolina	HOT TALK WRNN 99.5 	01/25/02
South Carolina	SPORTS RADIO 1450	01/25/02
South Carolina		01/25/02
South Carolina	STAR 92.1	01/25/02
South Carolina		01/25/02
South Carolina	WAVE 104.1 CLASSIC ROCK	01/25/02
South Carolina	WKZQ 101.7	01/25/02
South Carolina		01/25/02
Wisconsin	104.7 THE WOLF	01/28/04
Wisconsin	104.7 THE WOLF NEW COUNTRY & THE LEGENDS	01/28/04
Wisconsin		01/28/04
Wisconsin	AXES FOR XMAS	12/15/04
Wisconsin	EXTREME COUNTRY	10/29/03
Wisconsin	KENOSHA'S RADIO STATION GOOD TIME ROCK N ROLL AM 1050 WLIP	08/03/05
Wisconsin	THE ROCK STATION	05/12/04

State	Mark	Registration No. Registration Date
Wisconsin	THEE ROCK STATION	05/12/04
Wisconsin	TWELVE GUITARS OF CHRISTMAS	12/08/04
Wisconsin	WHERE THE SUPERSTARS PLAY	10/29/03
Texas	93.1 KMKT KATY COUNTRY	800058224 02/22/02
Texas	97.5 K-LAKE FM	800058261 02/22/02
Texas	97.5 K-LAKE FM, YOUR HOME FOR TODAY'S HITS AND YESTERDAY'S FAVORITES	800058226 02/22/02
Texas	PLAYING THE BEST OF THE NEW AND GOLD IT'S YOUR KIND OF COUNTRY 93.1 KMKT	800058265 02/22/02