

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Assignment of Security Interest

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
General Electric Capital Corporation		07/01/2011	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	Cortland Capital Market Services LLC
<b>Street Address:</b>	225 West Washington Street
<b>Internal Address:</b>	Suite 1450
<b>City:</b>	Chicago
<b>State/Country:</b>	ILLINOIS
<b>Postal Code:</b>	60606
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 52**

Property Type	Number	Word Mark
Registration Number:	2326867	WBLS
Registration Number:	2326868	WLIB
Registration Number:	2424619	SUNDAY CLASSICS
Registration Number:	2333047	SPORTS BOX
Registration Number:	2570606	FLAVA ZONE
Registration Number:	2570607	JOY IN THE MORNING
Registration Number:	2329867	THE ON TIME PROGRAM
Registration Number:	2393181	WBLS 107.5 FM
Registration Number:	2393182	WLIB HOME OF THE FAMILY CARD 1190 AM RADIO
Registration Number:	2357598	CIRCLE OF SISTERS
Registration Number:	2616311	INNER CITY BROADCASTING CORPORATION
Registration Number:	2815275	URBAN CABLEWORKS
Registration Number:	2440681	STARS OF THE STORM

CH \$1315.00 2326867

Registration Number:	2647863	WHAT'S GOING ON
Registration Number:	2465389	GOURMET AROUND THE BAY
Registration Number:	2440682	KBLX
Registration Number:	2455000	102.9 KBLX
Registration Number:	2570720	CLASSIC SOUL SUNDAY
Registration Number:	2481813	CLASSIC SOUL LUNCH HOUR
Registration Number:	2481814	KBLX FRESH GROCER
Registration Number:	2644722	SMOOTH R & B AND CLASSIC SOUL 70'S, 80'S & TODAY
Registration Number:	2593180	TOP 9 AT 9
Registration Number:	2693787	ICBC BROADCAST HOLDINGS, INC.
Registration Number:	2539825	WHAT
Registration Number:	2496217	WYJS
Registration Number:	2498260	WJMI
Registration Number:	2496218	WOAD
Registration Number:	2498261	WARQ
Registration Number:	2496219	WWDM
Registration Number:	2573157	KVVN
Registration Number:	2573158	KVTO
Registration Number:	2627389	WKXI
Registration Number:	2577705	WSRF
Registration Number:	2573159	WURP
Registration Number:	2760775	INNER CITY
Registration Number:	2621103	KIXIE
Registration Number:	2631427	WOIC
Registration Number:	2631493	WFMX
Registration Number:	2715823	IN PURSUIT OF TRUTH
Registration Number:	2715824	TALKING UNIONS
Registration Number:	2715825	THE RADIO COURTROOM
Registration Number:	2711486	MONEY CONNECT
Registration Number:	2713582	MORNINGS WITH MARY
Registration Number:	2740424	THE JOHNNY SAMPLE SPORTS SHOW
Registration Number:	2704787	ISLAM TODAY
Registration Number:	2704788	COLLECTIVE VOICES
Registration Number:	2704789	ACRES OF DIAMONDS
Registration Number:	2996261	INNER CITY

	2920578	FERTILE GROUND
Registration Number:	2921910	ICBC BROADCAST HOLDINGS, INC.
Registration Number:	2921909	ICBC BROADCAST HOLDINGS, INC.
Registration Number:	2928650	THE NETWORK

**CORRESPONDENCE DATA**

Fax Number: (202)682-3580  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 2026823671  
Email: jrynkiewicz@kayescholar.com  
Correspondent Name: John P. Rynkiewicz  
Address Line 1: 901 Fifteenth St., NW  
Address Line 2: Suite 700  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	CORTLAND
NAME OF SUBMITTER:	John P. Rynkiewicz
Signature:	/john p rynkiewicz/
Date:	07/27/2011

**Total Attachments: 9**  
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## ASSIGNMENT OF INTEREST IN TRADEMARK SECURITY AGREEMENT

THIS ASSIGNMENT OF INTEREST IN TRADEMARK SECURITY AGREEMENT is made and entered into as of July 1, 2011 by and between GENERAL ELECTRIC CAPITAL CORPORATION, a corporation of Delaware, with an address at 11175 Cicero Drive, Suite 600, Alpharetta, GA 30022-1167, as Agent (hereinafter referred to as the "Assignor") and CORTLAND CAPITAL MARKET SERVICES LLC, a limited liability company of Delaware, with an address at 225 West Washington Street, Suite 1450, Chicago, IL 60606, as successor Agent, and its successors and assigns (hereinafter referred to as the "Assignee").

### RECITALS

WHEREAS, ICBC Broadcast Holdings, Inc., a Delaware corporation (the "Company"), certain subsidiaries of the Company (the "Guarantors"; together with the Company, each a "Credit Party" and collectively, the "Credit Parties"), the financial institutions and other institutional lenders party thereto from time to time (the "Lenders"), and the Assignor, as Existing Agent entered into that certain Credit Agreement, dated as of August 13, 2004 (as amended, supplemented or otherwise modified from time to time, the "Credit Agreement"). Capitalized terms used herein without definition shall have the meanings attributed to such terms in the Credit Agreement;

WHEREAS, pursuant to Section 9.7 of the Credit Agreement, Assignor has resigned as Agent under the Credit Agreement, and the Requisite Lenders have appointed Assignee to act as the successor Agent under the Credit Agreement and the other Loan Documents;

WHEREAS, Assignor and Assignee have entered into that certain Successor Agent Agreement of even date herewith, whereby, among other things, Assignor has assigned to Assignee all Liens on any and all Collateral securing the Obligations, including, but not limited to, that portion of the Collateral that is comprised of Trademarks (the "Trademark Collateral"), and Assignee accepts such assignment, as Agent under the Credit Agreement;

WHEREAS, Assignor, as Agent, entered into that certain Trademark Security Agreement, dated as of August 13, 2004 (the "Trademark Security Agreement"), covering the trademarks in the attached Schedule 1 with Inner City Broadcasting Corporation, Inner-City Broadcasting Corporation of Berkeley, ICBC Broadcast Holdings, Inc., pursuant to which the Credit Parties granted to the Agent a security interest in the Trademark Collateral set forth therein; and

WHEREAS, pursuant to the provisions of the Credit Agreement, Assignor desires to assign to Assignee all of its right, title and interest in and to the Trademark Security Agreement and the Trademark Collateral, and Assignee desires to accept such assignment.

NOW, THEREFORE, for and in consideration of the premises and mutual covenants and agreements hereinafter set forth and other good and valuable consideration, the receipt, adequacy and legal sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Assignor hereby assigns to Assignee all of its right, title and interest as Agent under the Credit Agreement, in and to the Trademark Security Agreement and the Trademark Collateral.

2. Assignee, as Agent hereby assumes and agrees to exercise and perform all Assignor's rights, duties and obligations under the Trademark Security Agreement and with respect to the Trademark Collateral, as Agent under the Credit Agreement for the benefit of the Lenders, from and after the date hereof.

IN WITNESS WHEREOF, the parties hereto have executed this Assignment Agreement as of the date first above written.

**ASSIGNOR:**

**GENERAL ELECTRIC CAPITAL  
CORPORATION, as Existing Agent**

By: *Nina B. Park*  
Duly Authorized Signatory

**ASSIGNEE:**

**CORTLAND CAPITAL MARKET  
SERVICES LLC,  
as Successor Agent**

By: \_\_\_\_\_  
Name: Luke Newcomb  
Title: Director

Address for Notice:

Cortland Capital Market Services LLC  
225 West Washington Street, Suite 1450  
Chicago, IL 60606  
Attention: Luke Newcomb  
Telecopier No.: (312) 376-0751  
Telephone No.: (312) 564-5070

IN WITNESS WHEREOF, the parties hereto have executed this Assignment Agreement as of the date first above written.


**ASSIGNOR:**

**GENERAL ELECTRIC CAPITAL CORPORATION, as Existing Agent**

By: \_\_\_\_\_  
Duly Authorized Signatory

**ASSIGNEE:**

**CORTLAND CAPITAL MARKET SERVICES LLC,  
as Successor Agent**

By:  \_\_\_\_\_  
Name: Luke Newcomb  
Title: Director

**Address for Notice:**

Cortland Capital Market Services LLC  
225 West Washington Street, Suite 1450  
Chicago, IL 60606  
Attention: Luke Newcomb  
Telecopier No.: (312) 376-0751  
Telephone No.: (312) 564-5070

**SCHEDULE I**  
to  
**TRADEMARK SECURITY AGREEMENT**  
**TRADEMARK REGISTRATIONS**

<b>TRADEMARK REGISTRATIONS</b>				
<b>Mark:</b>	<b>Reg. No.:</b>	<b>Reg. Date:</b>	<b>Filing Date:</b>	<b>Owner</b>
CIRCLE OF SISTERS & DESIGN	2,357,598	Jun. 13, 2000	Aug. 06, 1999	Inner City Broadcasting
FLAVA ZONE	2,570,606	May 21, 2002	Jun. 04, 1999	Inner City Broadcasting
INNER CITY	2,760,775	Sep. 9, 2003	Jun. 05, 2001	Inner City Broadcasting
INNER CITY BROADCASTING CORPORATION	2,616,311	Sep. 10, 2002	Dec. 13, 1999	Inner City Broadcasting
JOY IN THE MORNING	2,570,607	May 21, 2002	Jun. 04, 1999	Inner City Broadcasting
SPORTS BOX	2,333,047	Mar. 21, 2000	Jun. 04, 1999	Inner City Broadcasting
SUNDAY CLASSICS	2,424,619	Jan. 30, 2001	Jun. 04, 1999	Inner City Broadcasting
THE ON TIME PROGRAM	2,329,867	Mar. 14, 2000	Jun. 04, 1999	Inner City Broadcasting
TOP 9 AT 9	2,593,180	Jul. 9, 2002	Apr. 19, 2000	Inner City Broadcasting
WBLS	2,326,867	Mar. 7, 2000	Jun. 04, 1999	Inner City Broadcasting
WBLS 107.5 FM & DESIGN	2,393,181	Oct. 10, 2000	Jun. 08, 1999	Inner City Broadcasting
WLIB	2,326,868	Mar. 7, 2000	Jun. 04, 1999	Inner City Broadcasting



**TRADEMARK REGISTRATIONS**

<b>Mark:</b>	<b>Reg. No.:</b>	<b>Reg. Date:</b>	<b>Filing Date:</b>	<b>Owner</b>
WLIB HOME OF THE FAMILY CARD 1190 AM RADIO	2,393,182	Oct. 10, 2000	Jun. 08, 1999	Inner City Broadcasting
URBAN CABLEWORKS	2,815,275	Feb. 17, 2004	Jan. 27, 2000	Inner City Cable Television Systems, Inc.
102.9 KBLX	2,455,000	May 29, 2001	Feb. 08, 2000	Inner City Broadcasting of Berkeley
CLASSIC SOUL LUNCH HOUR	2,481,813	Aug. 28, 2001	Feb. 08, 2001	Inner City Broadcasting of Berkeley
CLASSIC SOUL SUNDAY	2,570,720	May 21, 2002	Feb. 08, 2000	Inner City Broadcasting of Berkeley
GOURMET AROUND THE BAY	2,465,389	Jul. 3, 2001	Feb. 08, 2000	Inner City Broadcasting of Berkeley
KBLX	2,440,682	Apr. 3, 2001	Feb. 08, 2000	Inner City Broadcasting of Berkeley
KBLX FRESH GROCER	2,481,814	Aug. 28, 2001	Feb. 08, 2000	Inner City Broadcasting of Berkeley
SMOOTH R & B AND CLASSIC SOUL 70's, 80's & TODAY	2,644,722	Feb. 8, 00	Feb. 08, 2000	Inner City Broadcasting of Berkeley
STARS OF THE STORM	2,440,681	Apr. 3, 2001	Feb. 08, 2000	Inner City Broadcasting of Berkeley
WHAT'S GOING ON	2,647,863	Nov. 12, 2002	Feb. 08, 2000	Inner City Broadcasting of Berkeley

**TRADEMARK REGISTRATIONS**

<b>Mark:</b>	<b>Reg. No.:</b>	<b>Reg. Date:</b>	<b>Filing Date:</b>	<b>Owner</b>
ACRES OF DIAMONDS	2,704,789	Apr. 8, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
COLLECTIVE VOICES	2,704,788	Apr. 8, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
ICBC BROADCAST HOLDINGS, INC.	2,693,787	Mar. 4, 2003	Jun. 16, 2000	ICBC Broadcast Holdings, Inc.
IN PURSUIT OF TRUTH	2,715,823	May 13, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
ISLAM TODAY	2,704,787	Apr. 8, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
KIXIE	2,621,103	Sep. 17, 2002	Nov. 06, 2001	ICBC Broadcast Holdings, Inc.
KVTO	2,573,158	May 28, 2002	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
KVVN	2,573,157	May 28, 2002	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
MONEY CONNECT	2,711,486	Apr. 29, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
MORNINGS WITH MARY	2,713,582	May 6, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
TALKING UNIONS	2,715,824	May 13, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
THE JOHNNY SAMPLE SPORTS SHOW	2,740,424	Jul. 22, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
THE RADIO COURTROOM	2,715,825	May 13, 2003	May 24, 2002	ICBC Broadcast Holdings, Inc.
WARQ	2,498,261	Oct. 16, 2001	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WFMX	2,631,493	Oct. 8, 2002	Dec. 18, 2001	ICBC Broadcast

**TRADEMARK REGISTRATIONS**

<b>Mark:</b>	<b>Reg. No.:</b>	<b>Reg. Date:</b>	<b>Filing Date:</b>	<b>Owner</b>
				Holdings, Inc.
WHAT	2,539,825	Feb. 19, 2002	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WJMI	2,498,260	Oct. 16, 2001	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WKXI	2,627,389	Oct. 1, 2002	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WOAD	2,496,218	Oct. 9, 2001	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WOIC	2,631,427	Oct. 8, 2002	Nov. 26, 2001	ICBC Broadcast Holdings, Inc.
WSRF	2,577,705	Jun. 11, 2002	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WURP	2,573,159	May 28, 2002	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WWDM	2,496,219	Oct. 9, 2001	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.
WYJS	2,496,217	Oct. 9, 2001	Oct. 10, 2000	ICBC Broadcast Holdings, Inc.

**TRADEMARK APPLICATIONS**

<b>Mark:</b>	<b>Serial No.:</b>	<b>Filing Date:</b>	<b>Owner</b>
INNER CITY	76/271,552	Jun. 05, 2001	Inner City Broadcasting
FERTILE GROUND	78/131,058	May 24, 2002	ICBC Broadcast Holdings, Inc.
ICBC BROADCAST HOLDINGS, INC. & DESIGN	76/271,551	Jun. 05, 2001	ICBC Broadcast Holdings, Inc.
ICBC BROADCAST HOLDINGS, INC. & DESIGN	76/271,550	Jun. 05, 2001	ICBC Broadcast Holdings, Inc.
THE NETWORK	78/130,991	May 24, 2002	ICBC Broadcast Holdings, Inc.