

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Darrin Fitzgerald		12/19/2011	INDIVIDUAL: UNITED STATES
RECEIVING PARTY DATA			
Name:	Entercom Communications Corp.		
Street Address:	401 City Avenue, Suite 809		
City:	Bala Cynwyd		
State/Country:	PENNSYLVANIA		
Postal Code:	19004		
Entity Type:	CORPORATION: PENNSYLVANIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3814371	THE RISE GUYS MORNING SHOW	
CORRESPONDENCE DATA			
Fax Number:	(610)660-5662		
Phone:	610-660-5655		
Email:	asutor@entercom.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Andrew P. Sutor, IV		
Address Line 1:	401 City Avenue, Suite 809		
Address Line 4:	Bala Cynwyd, PENNSYLVANIA 19004		
NAME OF SUBMITTER:	Andrew P. Sutor, IV, Vice President		
Signature:	/Andrew P. Sutor, IV/		
Date:	12/20/2011		
Total Attachments: 1 source=Rise Guys Assignment of Trademark#page1.tif			

OP \$40.00 3814371

Exhibit A

ASSIGNMENT OF MARK

THIS ASSIGNMENT OF MARK is made as of December 19, 2011 by Dar Fitzgerald, an Individual ("Assignor") to Entercom Communications Corp., a Pennsylvania corporation ("Assignee").

This Assignment of Mark is made pursuant to that certain Settlement Agreement ("Settlement Agreement") dated December 19, 2011, among Assignee, an affiliate of Assignor and Assignor;

Assignor is the registered owner of the following registered Federal Trademark ("Mark"):

THE RISE GUYS MORNING SHOW
Registration Number 3814371

Assignee desires to acquire the Mark in connection with the settlement of the Proceeding (as defined in the Settlement Agreement).

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

This Assignment of Mark is made pursuant to (and does not modify) the Settlement Agreement, which contains certain representations, warranties and covenants regarding the Mark.

This Assignment shall be binding upon, and inure to the benefit of, Assignor, Assignee and their respective successors and assigns.

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

Darrin Fitzgerald

