

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
G-3-II, L.P.		12/27/2013	LIMITED PARTNERSHIP: PENNSYLVANIA
RECEIVING PARTY DATA			
Name:	SMG-TULSA, LLC		
Street Address:	2448 E. 81st Street, Suite 5500		
City:	Tulsa		
State/Country:	OKLAHOMA		
Postal Code:	74137		
Entity Type:	LIMITED LIABILITY COMPANY: OKLAHOMA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	78584661	94.1 THE SOUND	
Registration Number:	3067969	94.1 THE SOUND	
CORRESPONDENCE DATA			
Fax Number:	2027835851		
	<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>		
Phone:	(202) 783-4141		
Email:	pfronabarger@wbklaw.com		
Correspondent Name:	Paige Fronabarger		
Address Line 1:	2300 N Street, NW, Suite 700		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20037		
NAME OF SUBMITTER:	Paige Fronabarger		
Signature:	/Paige Fronabarger/		
Date:	01/16/2014		
Total Attachments: 2 source=Shamrock - Assignment of Marks-PTO (FEC)#page1.tif source=Shamrock - Assignment of Marks-PTO (FEC)#page2.tif			

OP \$65.00 78584661

ASSIGNMENT OF MARKS
(PTO)

This ASSIGNMENT OF MARKS ("Assignment of Marks") is executed and delivered as of the 27th day of December, 2013 ("Closing Date") by G-3-II, L.P., a Pennsylvania limited partnership ("Assignor") (assignee of Shamrock Communications, Inc., a Pennsylvania corporation) ("Parent") to SMG-TULSA, LLC, an Oklahoma limited liability company ("Assignee") pursuant to that certain Asset Purchase Agreement dated as of April 26, 2013, as amended on December 27, 2013 between Parent, Assignee and Stephens Family Limited Partnership (the "Purchase Agreement"). Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to them in the Purchase Agreement.

WHEREAS, Assignor is the owner of the right, title and interest in, to and under the following mark owned by Assignor and used or held for use in the business and operations of the Stations (the "Mark");

94.1 The Sound

United States Registration No.: 3,067,969

Registered: March 14, 2006

Registered by: Shamrock Communications, Inc.

*The Mark was assigned by Parent, to Assignor on August 3, 2006 and is also licensed to Bonneville International Corporation for use of "The Sound" in Cincinnati, Ohio and Los Angeles, CA, pursuant to a License Agreement dated September 17, 2008 between Parent and Bonneville International Corporation.

WHEREAS, under the Purchase Agreement, Parent agreed to sell to Assignee assets used in the operation of radio stations KMYZ-FM, Pryor, Oklahoma, KTSO(FM), Glenpool, Oklahoma and FM translator station K233AU, Tulsa, OK, including the Mark.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and pursuant to the Purchase 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 Marks, free and clear of Liens (other than Permitted Liens).

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

[SIGNATURE PAGE FOLLOWS]

SIGNATURE PAGE TO ASSIGNMENT OF MARKS
(PTO)

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

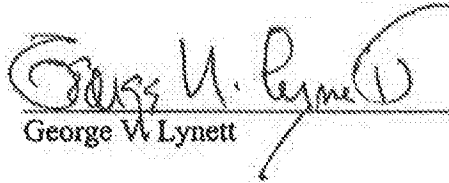
ASSIGNOR:

G-3-II, L.P., a Pennsylvania Limited Partnership

By its General Partner:

G-3-I, LLC, a Pennsylvania Limited Liability Company

By its Co-Manager:


George W Lynett

{00562806-1 }