

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM316598

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Qantum Communications Corporation		09/09/2014	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Capstar Radio Operating Company		
Street Address:	200 E. Basse Road		
City:	San Antonio		
State/Country:	TEXAS		
Postal Code:	78209		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4412185	SWAGGA	
Registration Number:	4408454	SWAGGA RADIO	
CORRESPONDENCE DATA			
Fax Number:	2027197049		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	202-719-7478		
Email:	jrosenthal@wileyrein.com		
Correspondent Name:	Jessica N. Rosenthal, Esq.		
Address Line 1:	c/o Wiley Rein LLP, 1776 K Street NW		
Address Line 4:	Washington, D.C. 20006		
ATTORNEY DOCKET NUMBER:	76544-0433		
NAME OF SUBMITTER:	Jessica N. Rosenthal		
SIGNATURE:	/jessica n. rosenthal/		
DATE SIGNED:	09/10/2014		
Total Attachments: 3			
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ASSIGNMENT OF MARKS

THIS ASSIGNMENT OF MARKS ("Assignment of Marks") is made as of September 9, 2014 by Qantum Communications Corporation, a Delaware corporation ("Assignor") to Capstar Radio Operating Company, a Delaware corporation ("Assignee").

This Assignment of Marks is made pursuant to the Asset Exchange Agreement (the "AEA") dated May 15, 2014, among Assignor, Qantum of Cape Cod, LLC, Qantum of Myrtle Beach, LLC, Qantum of Florence, LLC, Qantum of Brunswick, LLC, Qantum of Auburn, LLC, Qantum of Cape Cod License Company, LLC, Qantum of Myrtle Beach License Company, LLC, Qantum of Florence License Company, LLC, Qantum of Brunswick License Company, LLC and Qantum of Auburn License Company, LLC (collectively as Exchange Party thereunder), and Assignee, AMFM Radio Licenses, L.L.C. and Aloha Station Trust, LLC (collectively as Divestiture Party thereunder), with respect to the radio stations listed on *Exhibit A* attached hereto.

Assignor is a corporation organized under the laws of the state of Delaware, having its principal office at 1266 E Main Street, Stamford, CT 06902, and is the owner of the right, title and interest in, to and under the following marks used or held for use in the business and operations of the Stations (the "Marks"):

SWAGGA	Registration Number	4,412,185
	Registration Date	October 1, 2013
SWAGGA RADIO	Registration Number	4,408,454
	Registration Date	September 24, 2013

Assignee is a corporation organized under the laws of the state of Delaware, having its principal office at 200 E. Basse Road, San Antonio, Texas 78209, and desires to acquire the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, and pursuant to the AEA, Assignor hereby transfers, assigns, conveys and delivers to Assignee, its successors and assigns, Assignor's right, title and interest in, to and under the Marks (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 Exchange Party Permitted Liens).

This Assignment of Marks is made pursuant to (and does not modify) the AEA, which contains certain representations, warranties and covenants regarding the Marks. Capitalized terms used herein and not defined shall have the respective meanings set forth in the AEA.

[SIGNATURE PAGE FOLLOWS]

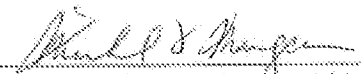
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SIGNATURE PAGE TO ASSIGNMENT OF MARKS

(QANTUM STATIONS)

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

QANTUM COMMUNICATIONS CORPORATION

By: 
Name: MICHAEL F MANSLEY
Title: VP/CFO

State of CT
County of Fairfield

On this 5th day of September, 2014, before me personally appeared Michael F. Mansley, Vice President of Qantum Communications Corporation, a Delaware corporation (the "Corporation"), who acknowledged the execution of the foregoing instrument to be the free act and deed of the Corporation.


Notary public
Michael Vickowski

Exhibit A

Exchange Party Stations:

Cape Cod, Massachusetts:

WCIB(FM), Falmouth, Massachusetts
WCOD-FM, Hyannis, Massachusetts
WXTK(FM), West Yarmouth, Massachusetts
WEH(FM), Dennis, Massachusetts

Myrtle Beach, South Carolina:

WWXM(FM), Garden City, South Carolina
WGTR(FM), Bucksport, South Carolina
WYNA(FM), Calabash, North Carolina
WRXZ(FM), Briarcliff Acres, South Carolina
WLQB(FM), Ocean Isle Beach, North Carolina

Florence, South Carolina:

WEGX(FM), Dillon, South Carolina
WRZE(FM), Kingstree, South Carolina
WZTF(FM), Scranton, South Carolina
WJMX-FM, Cheraw, South Carolina
WDAR-FM, Darlington, South Carolina
WDSC(AM), Dillon, South Carolina
WJMX(AM), Darlington, South Carolina
WWRK(AM), Florence, South Carolina
W250BJ, Florence, South Carolina
W283AB, Florence, South Carolina
W290CD, Darlington, South Carolina

Brunswick, Georgia:

WBGA(FM), St. Simons Island, Georgia
WYNR(FM), Waycross, Georgia
WQGA(FM), Waycross, Georgia
WHFX(FM), Darien, Georgia
WGIG(AM), Brunswick, Georgia
WMOG(AM), Brunswick, Georgia
W242CJ, Brunswick, Georgia

Auburn, Alabama/West Point, Georgia:

WKKR(FM), Auburn, Alabama
WMXA(FM), Opelika, Alabama
WTLM(AM), Opelika, Alabama
WZMG(AM), Pepperell, Alabama
WCJM-FM, West Point, Georgia
WPLV(AM), West Point, Georgia