

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM325622

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Saga Radio Networks, LLC		12/01/2014	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Learfield News & Ag, LLC		
<b>Street Address:</b>	505 Hobbs Road		
<b>City:</b>	Jefferson City		
<b>State/Country:</b>	MISSOURI		
<b>Postal Code:</b>	65109		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: MISSOURI		
<b>PROPERTY NUMBERS Total: 4</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1665291	MNN	
<b>Registration Number:</b>	1830673	MNNWIRE	
<b>Registration Number:</b>	1671380	MINNESOTA NEWS NETWORK	
<b>Registration Number:</b>	1441650	MINNESOTA NEWS NETWORK	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	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>			
<b>Phone:</b>	2027197000		
<b>Email:</b>	ckelly@wileyrein.com		
<b>Correspondent Name:</b>	Christopher Kelly		
<b>Address Line 1:</b>	1776 K Street, N.W.		
<b>Address Line 2:</b>	WILEY REIN LLP		
<b>Address Line 4:</b>	Washington, D.C. 20006		
<b>ATTORNEY DOCKET NUMBER:</b>	724130015		
<b>NAME OF SUBMITTER:</b>	Christopher Kelly		
<b>SIGNATURE:</b>	/Christopher Kelly/		
<b>DATE SIGNED:</b>	12/09/2014		
<b>Total Attachments: 4</b>			

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ASSIGNMENT AND ASSUMPTION OF SERVICE MARKS

This ASSIGNMENT AND ASSUMPTION OF SERVICE MARKS (the "Agreement") is made and entered as of the 1<sup>st</sup> day of December, 2014, by and between Learfield News & Ag, LLC, a Missouri limited liability company ("Buyer"), and Saga Radio Networks, LLC, a Delaware limited liability company ("Seller").

WHEREAS, Buyer and Seller are parties to that certain Asset Purchase Agreement dated as of the date hereof (the "Purchase Agreement"), pursuant to which Buyer has purchased certain assets of Seller related to Seller's Business;

WHEREAS, pursuant to the Purchase Agreement, Seller has agreed to assign certain Intellectual Property to Buyer, as set forth herein, and this Agreement is contemplated by Section 1.7 of the Purchase Agreement; and

WHEREAS, capitalized terms used but not otherwise defined herein shall have the respective meanings given to such terms in the Purchase Agreement.

NOW, THEREFORE, in consideration of the promises and the mutual covenants and agreements set forth in the Purchase Agreement and this Agreement, the receipt and sufficiency of which hereby are acknowledged, the parties hereby agree as follows:

1. Assignment and Assumption. On the terms and subject to the conditions set forth in the Purchase Agreement, effective as of the Closing:

(i) Seller hereby sells, transfers, assigns and delivers to Buyer all of Seller's right, title, and interest in and to the following fictitious names, trademarks and service marks and all goodwill related thereto (the "Assets"):

Fictitious Name (Assumed Name)	
"Michigan Radio Network"	State of MI ID # B9360F
"Michigan Farm Radio Network"	State of MI ID # B9360F
"Skywire Communications"	State of MI ID # B9360F
"Minnesota News Network"	State of MN Filing # 2955761-2
"Minnesota Farm Network"	State of MN Filing # 1961827-2

Names	
"MNN" Stylized and/or with Design, MNN (servicemark)	USPTO Reg. #: 1665291
"MNNWIRE" Stylized and/or with Design, MNN (servicemark)	USPTO Reg. #: 1830673
"Minnesota News Network" Typed Drawing (Servicemark)	USPTO Reg. #: 1671380
"Minnesota News Network" Typed Drawing (Servicemark)	USPTO Reg. #: 1441550

(ii) Buyer hereby purchases and accepts from Seller the sale, transfer, assignment and delivery of Seller's right, title and interest in and to such Assets; and further

(iii) Buyer assumes, and from and after the Closing shall pay, discharge and perform when due, all of the Liabilities, duties and obligations relating to such Assets.

2. Terms of the Purchase Agreement. The parties hereto acknowledge and agree that the representations, warranties, covenants, agreements, and indemnities contained in the Purchase Agreement shall not be superseded hereby but shall remain in full force and effect to the full extent provided therein. In the event of any conflict or inconsistency between the terms of the Purchase Agreement and the terms hereof, the terms of the Purchase Agreement shall govern.

3. Successors and Assigns. This Agreement shall be binding upon, inure to the benefit of and be enforceable by Seller and Buyer and their respective successors and assigns.

4. Counterparts. This Agreement may be executed in multiple counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument, and all signatures need not appear on any one counterpart. A signed copy of this Agreement delivered by facsimile, email, or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Agreement and may be used in lieu of the original signed Agreement for all purposes.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the parties have executed this Assignment and Assumption of Service Marks as of the date first above written.

**BUYER:**

Learfield News ~~LLC~~ LLC

By: 

Name: Greg Brown

Title: Chief Executive Officer

**SELLER:**

Saga Radio Networks, LLC

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

IN WITNESS WHEREOF, the parties have executed this Assignment and Assumption of Service Marks as of the date first above written.

BUYER:

Learfield News & Ag, LLC

By: \_\_\_\_\_

Name: Greg Brown

Title: Chief Executive Officer

SELLER:

Saga Radio Networks, LLC

By: Samuel D. Bush

Name: Samuel D. Bush

Title: Treasurer