

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM347362

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Mapleton Radio Holdings, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton Radio, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton Communications, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Alexandria, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Alexandria, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Chico, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Chico, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Merced, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Merced, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Redding, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Redding, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Medford, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Medford, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Monterey, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Monterey, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of Spokane, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Spokane, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of San Francisco, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of San Francisco, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
TRADEMARK			

OP \$115.00 86512105

Name	Formerly	Execution Date	Entity Type
Mapleton License of Monroe, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of Monroe, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton of San Luis Obispo, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE
Mapleton License of San Luis Obispo, LLC		06/30/2015	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	Balance Point Capital Partners II, L.P.
Street Address:	8 Church Lane
Internal Address:	Suite 200
City:	Westport
State/Country:	CONNECTICUT
Postal Code:	06880
Entity Type:	LIMITED PARTNERSHIP: DELAWARE

PROPERTY NUMBERS Total: 4

Property Type	Number	Word Mark
Serial Number:	86512105	KPIG
Registration Number:	2721516	KPIG 107.5 FM FREEDOM CALIFORNIA
Registration Number:	2670664	RADIO MERCED
Registration Number:	2714759	RADIO MEDFORD

CORRESPONDENCE DATA

Fax Number: 8602758299

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.

Phone: 860-275-8285

Email: jscheib@rc.com

Correspondent Name: Jacqueline P. Scheib

Address Line 1: 280 Trumbull Street

Address Line 2: Robinson & Cole LLP

Address Line 4: Hartford, CONNECTICUT 06103

NAME OF SUBMITTER:	Jacqueline P. Scheib
SIGNATURE:	/Jacqueline P. Scheib/
DATE SIGNED:	07/09/2015

Total Attachments: 11

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GRANT OF SECURITY INTEREST IN TRADEMARKS

June 30, 2015

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, the entities listed on Schedule A, each with its principal office as reflected on such Schedule (collectively, the “Grantors”), hereby grant to BALANCE POINT CAPITAL PARTNERS II, L.P. (the “Grantee”), a continuing security interest in and lien upon the following (except as such may be considered Excluded Collateral): (i) all of the Grantors’ right, title and interest in, to and under to the trademarks, trademark registrations and trademark applications set forth on Schedule B attached hereto (the “Marks”), (ii) all proceeds and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

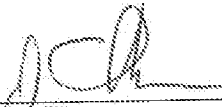
THIS GRANT is made to secure the satisfactory performance and payment of all the Secured Obligations of the Grantors, as such term is defined in the Security Agreement by, among others, the Grantors and the Grantee, dated as of June 30, 2015 (as amended, modified, restated and/or supplemented from time to time, the “Security Agreement”). The rights and remedies of the Grantee with respect to the security interest granted herein are as set forth in the Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date first above written.

GRANTORS:

MAPLETON RADIO HOLDINGS, LLC

By: 
Name: Joni Tshu
Title: CEO


MAPLETON RADIO, LLC

By: 
Name: Joni Tshu
Title: CEO

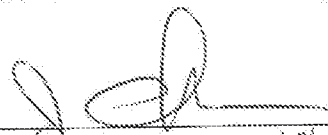
MAPLETON COMMUNICATIONS, LLC

By: 
Name: Joni Tshu
Title: CEO


MAPLETON LICENSE OF ALEXANDRIA, LLC

By: 
Name: Joni Tshu
Title: CEO


MAPLETON OF ALEXANDRIA, LLC

By: 
Name: Joni Tshu
Title: CEO


MAPLETON LICENSE OF CHICO, LLC

By: 
Name: James T. Shu Jr.
Title: CEO

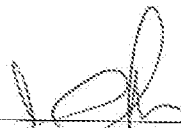
MAPLETON OF CHICO, LLC

By: 
Name: James T. Shu Jr.
Title: CEO

MAPLETON LICENSE OF MERCED, LLC

By: 
Name: James T. Shu Jr.
Title: CEO


MAPLETON OF MERCED, LLC

By: 
Name: James T. Shu Jr.
Title: CEO


MAPLETON LICENSE OF REDDING, LLC

By: 
Name: James T. Shu Jr.
Title: CEO


MAPLETON OF REDDING, LLC

By: 
Name: James T. Smith Jr.
Title: CEO


MAPLETON LICENSE OF MEDFORD, LLC

By: 
Name: James T. Smith Jr.
Title: CEO

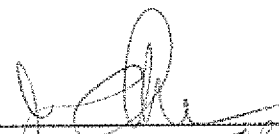
MAPLETON OF MEDFORD, LLC

By: 
Name: James T. Smith Jr.
Title: CEO


MAPLETON LICENSE OF MONTEREY, LLC

By: 
Name: James T. Smith Jr.
Title: CEO


MAPLETON OF MONTEREY, LLC

By: 
Name: James T. Smith Jr.
Title: CEO

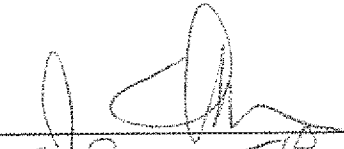
MAPLETON LICENSE OF SPOKANE, LLC

By: 
Name: Jonathan S. Jones
Title: CEO

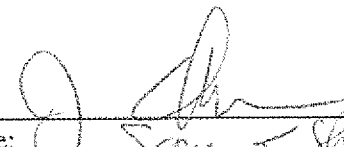
MAPLETON OF SPOKANE, LLC

By: 
Name: Jonathan S. Jones
Title: CEO


MAPLETON LICENSE OF SAN FRANCISCO, LLC

By: 
Name: Jonathan S. Jones
Title: CEO

MAPLETON OF SAN FRANCISCO, LLC

By: 
Name: Jonathan S. Jones
Title: CEO

MAPLETON LICENSE OF MONROE, LLC

By: 
Name: Jonathan S. Jones
Title: CEO

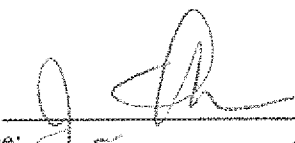
MAPLETON OF MONROE, LLC

By: 
Name: James T. Pen Jr.
Title: CEO

MAPLETON LICENSE OF SAN LUIS OBISPO,
LLC

By: 
Name: James T. Pen Jr.
Title: CEO


MAPLETON OF SAN LUIS OBISPO, LLC

By: 
Name: James T. Pen Jr.
Title: CEO

GRANTEE:

BALANCE POINT CAPITAL PARTNERS II, L.P.

By: Balance Point Capital Managers II, LLC,
its General Partner

By: 
Name: Seth W. Alvord
Title: Principal

[Signature Page to Grant of Security Interest in Trademarks - mezz]




TRADEMARK
REEL: 005572 FRAME: 0603

SCHEDULE A

<u>Name of Grantor</u>	<u>Jurisdiction of Formation</u>	<u>Address of Principal Office of Grantor</u>
Mapleton Radio Holdings, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton Radio, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton Communications, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Alexandria, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Alexandria, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Chico, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Chico, LLC	Delaware	60 Garden Court #300, Monterey, CA 93940
Mapleton License of Merced, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Merced, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Redding, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Redding, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Medford, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Medford, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Monterey, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Monterey, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Spokane, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of Spokane, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of San Francisco, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of San Francisco, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton License of Monroe, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940

Mapleton of Monroe, LLC	Delaware	60 Garden Court #300 Monterey, CA 93940
Mapleton of San Luis Obispo, LLC	Delaware	60 Garden Court #300, Monterey, CA 93940
Mapleton License of San Luis Obispo, LLC	Delaware	60 Garden Court #300, Monterey, CA 93940

SCHEDULE B

Jurisdiction	Mark	Owner	Status	Reg. No. / Serial No.	Reg. Date / App. Date
US	KPIG	MAPLETON COMMUNICATIONS, LLC	Pending	86512105	23-JAN-2015
US	KPIG 107.5 FM FREEDOM CALIFORNIA 	MAPLETON COMMUNICATIONS, LLC	Renewed (Registered)	2721516	03-JUN-2003
US	RADIO MERCED	MAPLETON COMMUNICATIONS, LLC	Renewed (Registered) Supplemental Register	2670664	31-DEC-2002
US	RADIO MEDFORD	MAPLETON COMMUNICATIONS, LLC	Renewed (Registered) Supplemental Register	2714759	06-MAY-2003
State (WA)	ALL THE HITS 	MAPLETON COMMUNICATIONS, LLC DBA RADIO SPOKANE	Registered	55279	02-MAY-2012
State (WA)	RADIO SPOKANE THE POWER OF LOCAL RADIO 	MAPLETON COMMUNICATIONS, LLC	Renewed (Registered)	52325	17-JAN-2008 Renewed: 17- JAN-2013
State (CA)	REDDING RADIO	MAPLETON COMMUNICATIONS, LLC	Registered	63042	01-FEB-2007
State (CA)	RADIO CHICO	MAPLETON OF CHICO, LLC	Registered	63041	01-FEB-2007
State (CA)	THE BEACH ¹	MAPLETON OF SAN LUIS OBISPO, LLC	Registered	62555	19-SEP-2006
State (CA)	THE BEACH ²	MAPLETON OF SAN LUIS OBISPO, LLC	Registered	62553	19-SEP-2006

¹ Transfer to Mapleton Communications, LLC to be filed with CA SOS post-closing

² Transfer to Mapleton Communications, LLC to be filed with CA SOS post-closing

Jurisdiction	Mark	Owner	Status	Reg. No. / Serial No.	Reg. Date / App. Date
State (CA)	RADIO LOBO ³	ADAM NATHANSON DBA MAPLETON COMMUNICATIONS, LLC	Registered	62556	19-SEP-2006
State (CA)	THE HIPPO ⁴	ADAM NATHANSON DBA MAPLETON COMMUNICATIONS, LLC	Registered	62552	19-SEP-2006
State (CA)	THE HIPPO ⁵	ADAM NATHANSON DBA MAPLETON COMMUNICATIONS, LLC	Registered	62554	19-SEP-2006

³ Transfer to Mapleton Communications, LLC to be filed with CA SOS post-closing

⁴ Transfer to Mapleton Communications, LLC to be filed with CA SOS post-closing

⁵ Transfer to Mapleton Communications, LLC to be filed with CA SOS post-closing