

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM376373

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Digity Companies, LLC		02/25/2016	Limited Liability Company: DELAWARE
Palm Beach Broadcasting LLC		02/25/2016	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	Alpha Media LLC		
Street Address:	1211 SW 5th Avenue, Suite 750		
City:	Portland		
State/Country:	OREGON		
Postal Code:	97204		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4109553	HIGH OCTANE SOCIAL SHOPPING	
Registration Number:	1576856	ROCKET RADIO	
Registration Number:	4112444	ROCKETGRAB	
Registration Number:	4119719	ROCKETGRAB	
Registration Number:	2992434	WHBC	
Registration Number:	2377579	WEAT-FM	
Registration Number:	2426468	WIRK	
Registration Number:	2515184	WMBX	
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		

CH \$215.00 4109553

ATTORNEY DOCKET NUMBER:	860850063
NAME OF SUBMITTER:	Jessica N. Rosenthal
SIGNATURE:	/Jessica N. Rosenthal/
DATE SIGNED:	03/11/2016

Total Attachments: 7

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (this "Assignment") is made this 25th day of February, 2016, by Digits, LLC, a Delaware limited liability company ("Assignor"), and its applicable Subsidiaries set forth on the signature page hereto, and Alpha Media LLC, a Delaware limited liability company ("Assignee").

WHEREAS, Assignor and Assignee are parties to that certain Purchase Agreement, dated as of August 4th, 2015 (the "Purchase Agreement"), pursuant to which Assignor has agreed to sell, convey, transfer, assign and deliver to Assignee all of their right, title and interest in and to the trademarks constituting Business Intellectual Property and Purchased Assets and set forth on *Schedule A* attached hereto (the "Assigned Trademarks"); provided that the Assigned Trademarks shall not include the Stations' call letters, which are the subject of the Assignment of FCC Licenses;

WHEREAS, Assignor and its applicable Subsidiaries are limited liability companies or corporations organized under the laws of the State of Delaware or Florida (in each case as described in Exhibit A to the Purchase Agreement), with Assignor having its principal office at 701 Northpoint Parkway, 5th Floor, West Palm Beach, Florida 33407;

WHEREAS, Assignee is a limited liability company organized under the laws of the State of Delaware, having its principal office at 1211 SW 5th Avenue, Suite 750, Portland, OR 97204;

WHEREAS, Assignee wishes to acquire all of Assignor's right, title and interest in and to the Assigned Trademarks, and Assignor wishes to assign same to Assignee; and

WHEREAS, capitalized terms used but not defined in this Assignment shall have the meanings set forth in the Purchase Agreement.

NOW, THEREFORE, in accordance with the foregoing, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns, sells and transfers unto Assignee, its successors and assigns, and Assignor's applicable Subsidiaries hereby assign, sell and transfer unto Assignee, its successors and assigns, all of their right, title and interest, throughout the world in perpetuity, including common law rights, in and to the Assigned Trademarks, together with the goodwill associated therewith, and the right to sue and recover for all past, present and future infringements and other violations of the Assigned Trademarks, the same to be held and enjoyed by Assignee, its successors and assigns to the same extent that such would have been held and enjoyed by Assignor had this assignment not been made, all free and clear of Liens other than Permitted Liens.

This Assignment is intended to evidence the consummation of the transactions contemplated by the Purchase Agreement and is subject to the terms and conditions set forth in the Purchase Agreement. This Assignment is made without representation or warranty, except as provided in and subject to the Purchase Agreement. Nothing contained in this Assignment shall be construed to supersede, limit or qualify any provision of the Purchase Agreement. To the

extent there is a conflict between the terms and provisions of this Assignment and the terms and provisions of the Purchase Agreement, the terms and provisions of the Purchase Agreement shall govern.

The construction and performance of this Assignment shall be governed by the laws of the State of Delaware without giving effect to any choice or conflict of law provision or rule that would cause the application of Laws of any jurisdiction other than the State of Delaware.

Delivery of an executed signature page of this Assignment by facsimile or other electronic transmission shall be effective as delivery of a manually executed original signature page of this Assignment. This Assignment may be executed in counterparts, each of which shall be deemed an original, but both of which taken together shall constitute one and the same instrument.

13930216

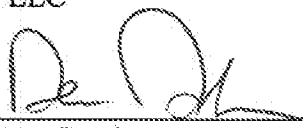
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IN WITNESS WHEREOF, the undersigned have caused this Assignment to be duly executed as of the day and year first above written.

ASSIGNOR

DIGITY, LLC

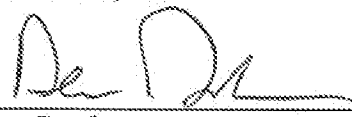
By: _____


Dean Goodman
Chief Executive Officer

Applicable Subsidiaries:

DIGITY MEDIA, LLC
DIGITY COMPANIES, LLC
GOODRADIO.TV, LLC
GOODRADIO.TV HOLDINGS, LLC
DEAN RADIO.TV COMPANY – GRINNELL,
LLC
DEAN RADIO.TV COMPANY – NEWTON, LLC
DEAN RADIO.TV COMPANY FAIRFIELD, LLC
GOODRADIO.TV COMPANY – MISSOURI,
LLC
CHRISTINE RADIO, LLC
DEAN RADIO.TV COMPANY – CLINTON, LLC
PALM BEACH BROADCASTING LLC
COBALT EVENTS, LLC

By: _____


Dean Goodman
Authorized Person

ASSIGNEE

ALPHA MEDIA LLC

By: _____

Lawrence R. Wilson
Chairman

IN WITNESS WHEREOF, the undersigned have caused this Assignment to be duly executed as of the day and year first above written.

ASSIGNOR

DIGITY, LLC

By: _____

Dean Goodman
Chief Executive Officer

Applicable Subsidiaries:

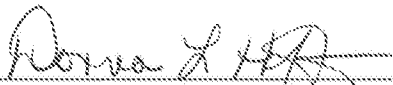
DIGITY MEDIA, LLC
DIGITY COMPANIES, LLC
GOODRADIO.TV, LLC
GOODRADIO.TV HOLDINGS, LLC
DEAN RADIO.TV COMPANY – GRINNELL,
LLC
DEAN RADIO.TV COMPANY – NEWTON, LLC
DEAN RADIO.TV COMPANY FAIRFIELD, LLC
GOODRADIO.TV COMPANY – MISSOURI,
LLC
CHRISTINE RADIO, LLC
DEAN RADIO.TV COMPANY – CLINTON, LLC
PALM BEACH BROADCASTING LLC
COBALT EVENTS, LLC

By: _____

Dean Goodman
Authorized Person

ASSIGNEE

ALPHA MEDIA LLC

By:  _____

Name: Donna L. Heffner
Title: Secretary, CFO & EVP

SCHEDULE A TO ASSIGNMENT OF TRADEMARKS

<u>Record Owner</u>	<u>Mark</u>	<u>Reg. Date</u> <u>(App. Date)</u>	<u>Reg. No.</u> <u>(App. No.)</u>	<u>Jurisdiction</u>
Digity Companies, LLC	HIGH OCTANE SOCIAL SHOPPING	06-MAR- 2012	4,109,553	U.S.
Digity Companies, LLC	NEXTMEDIA	13-NOV- 2001	2,505,853	U.S.
Digity Companies, LLC	ROCKET RADIO	09-JAN- 1990	1,576,856	U.S.
Digity Companies, LLC	ROCKETGRAB	13-MAR- 2012	4,112,444	U.S.
Digity Companies, LLC	ROCKETGRAB	27-MAR- 2012	4,119,719	U.S.
Digity Companies, LLC	WHBC	06-SEP-2005 (renewed 2015)	2,992,434	U.S.
Digity Companies, LLC	95.9 THE RIVER – ROCK N ROLL FAVORITES FOR THE BURBS & DESIGN	05-SEP-2006	096500	U.S. ILLINOIS
Digity Companies, LLC	98.3 WCCQ YOUR HOMETOWN COUNTRY STATION & DESIGN	10-AUG- 2006	096383	U.S. ILLINOIS
Digity Companies, LLC	ROCK N ROLL FAVORITES FOR THE BURBS	05-SEP-2001	087749	U.S. ILLINOIS
Digity Companies, LLC	STAR 96.7 YOUR MUSIC VARIETY & DESIGN	10-AUG- 2006	096384	U.S. ILLINOIS
Digity Companies, LLC	Y103.9 THE GREATEST HITS OF ALL TIME & DESIGN	25-AUG- 2006	96474	U.S. ILLINOIS

Signature Page to Assignment of Intellectual Property

TRADEMARK
REEL: 005749 FRAME: 0698

<u>Record Owner</u>	<u>Mark</u>	<u>Reg. Date</u> <u>(App. Date)</u>	<u>Reg. No.</u> <u>(App. No.)</u>	<u>Jurisdiction</u>
Digity Companies, LLC	LISTEN TO THE MRS.	06-OCT-2003	M05094	U.S. MICHIGAN
Digity Companies, LLC	MOOSE COUNTRY	04-NOV-2003	M05110	U.S. MICHIGAN
Digity Companies, LLC	NEWSRADIO	30-JUN-2004	M05419	U.S. MICHIGAN
Digity Companies, LLC	SAGINAW WONDER FEST	07-AUG-2012	M11834	U.S. MICHIGAN
Digity Companies, LLC	THE MOOSE	04-NOV-2003	M05112	U.S. MICHIGAN
Digity Companies, LLC	HOT TALK WRNN 99.5 STYLIZED	25-JAN-2002	N/A ¹	U.S. SOUTH CAROLINA
Digity Companies, LLC	STAR 92.1 STYLIZED	25-JAN-2002	N/A	U.S. SOUTH CAROLINA
Digity Companies, LLC	WAVE 104.1 CLASSIC ROCK	27-JAN-2002	N/A	U.S. SOUTH CAROLINA
Digity Companies, LLC	WAVE 104.1 STYLIZED	25-JAN-2002	N/A	U.S. SOUTH CAROLINA
Digity Companies, LLC	97.5 KLAKE	27-JUL-2012	801608758	U.S. TEXAS
Digity Companies, LLC	97.5 KLAKE TODAY'S HITS & YESTERDAY'S FAVORITES	10-JUL-2012	801608769	U.S. TEXAS
Digity Companies, LLC	KATY 93.1 COUNTRY and Design	10-JUL-2012	801608774	U.S. TEXAS
Digity Companies, LLC	KMAD 102.5 and Design	26-JUL-2012	801608778	U.S. TEXAS
Digity Companies, LLC	MAD ROCK 102.5	10-JUL-2012	801608781	U.S. TEXAS

¹ "N/A" indicates that the state does not assign application or registration numbers for trademarks/servicemarks.

<u>Record Owner</u>	<u>Mark</u>	<u>Reg. Date</u> <u>(App. Date)</u>	<u>Reg. No.</u> <u>(App. No.)</u>	<u>Jurisdiction</u>
Digity Companies, LLC	TEXOMA'S BEST	10-JUL-2012	801608785	U.S. TEXAS
Digity Companies, LLC	THE LAKE STATION & DESIGN	10-JUL-2012	801608792	U.S. TEXAS
Digity Companies, LLC	AM 1050 WLIP	27-FEB- 2002	N/A	U.S. WISCONSIN
Digity Companies, LLC	KENOSHA'S RADIO STATION GOOD TIME ROCK N ROLL AM 1050 WLIP	03-AUG- 2005 ²	N/A	U.S. WISCONSIN
Digity Companies, LLC	ROCK THE RANCH	27-JUL-2011	N/A	U.S. WISCONSIN
Digity Companies, LLC	THE ROCK STATION	12-MAY- 2004	N/A	U.S. WISCONSIN
Digity Companies, LLC	THEE ROCK STATION	12-MAY- 2004	N/A	U.S. WISCONSIN
Digity Media, LLC	DIGITY	(03-OCT- 2013)	(86/081,887)	U.S.
Digity Media, LLC	DIGITY	12/3/2014	4661153	U.S.
NEXTMEDIA OPERATING, INC. DBA KBAY FM KEZR FM (<i>Assignment to Digity Companies, LLC resubmitted and in process</i>)	THE K BAY BREAK ROOM	18-SEP-2008	64932	U.S. CALIFORNIA
Palm Beach Broadcasting LLC	WEAT-FM	15-AUG- 2000	2377579	U.S.
Palm Beach Broadcasting LLC	WIRK	06-FEB- 2001	2426468	U.S.
Palm Beach Broadcasting LLC	WMBX	04-DEC- 2001	2515184	U.S.

² To be allowed to lapse at August, 2015 renewal