

STATUTE FORM PTO 1594  
1-31-92

### RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
 Susquehanna Kansas City Partnership

Individual(s)                       Association  
 General Partnership               Limited Partnership  
 Corporation  
 Other

2. Name and address of receiving party(ies):  
 Wachovia Bank, National Association  
 301 South College Street, NC0760  
 Charlotte, North Carolina 28288-0760

Individual(s) citizenship: \_\_\_\_\_  
 Association: \_\_\_\_\_  
 General Partnership: \_\_\_\_\_  
 Limited Partnership: \_\_\_\_\_  
 Corporation: \_\_\_\_\_  
 Other: United States national banking association

Additional name(s) of conveying party(ies) attached  Yes  No

3. Nature of Conveyance:

Assignment:                               Merger  
 Security Agreement                       Change of Name  
 Other: Trademark Collateral Agreement and Notice

If assignee is not domiciled in the United States, a domestic representative designation is attached  Yes  No  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & address attached?  Yes  No

Execution Date: March 9, 2004

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

B. Trademark Reg. No.(s): 2773400; 1455759

Additional numbers attached  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:

Harriet E. Perkins, Esq.  
 Drinker Biddle & Reath LLP  
 One Logan Square  
 18<sup>th</sup> and Cherry Streets  
 Philadelphia, PA 19103-6996

Attorney Docket No. Q5040/050790

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41) 565.00

Enclosed  
 Authorized to be charged to deposit account

8. Deposit Account Number: 50-0573

DO NOT USE THIS SPACE

9. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

HARRIET E. PERKINS  
Name of Person Signing

Harriet E. Perkins  
Signature

4/1/04  
Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

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Mail documents to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services  
 Director of the United States Patent and Trademark Office  
 P.O. Box 1450  
 Alexandria, VA 22313-1450

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TRADEMARK COLLATERAL AGREEMENT AND NOTICE

TRADEMARK COLLATERAL AGREEMENT AND NOTICE dated as of March 4, 2004, by SUSQUEHANNA KANSAS CITY PARTNERSHIP, a Pennsylvania general partnership ("Assignor"), having an address at 140 East Market Street, York, PA 17405, to and in favor of WACHOVIA BANK, NATIONAL ASSOCIATION, having offices at 301 South College Street, NC0760, Charlotte, NC 28288-0760, for itself and as Agent ("Assignee") for certain secured parties (the "Senior Secured Parties") under a certain Credit Agreement as of February 20, 2004, among Susquehanna Media Co. (the "Borrower"), the Assignee and certain lenders and issuers of letters of credit (the "Lenders") (as amended, the "Credit Agreement").

WHEREAS, Assignor is the owner of certain United States Trademarks as listed on Exhibit I hereto, and

WHEREAS, the Lenders have agreed to extend certain credit to the Borrower and certain subsidiaries under the Credit Agreement on condition that the Assignor pledge and grant to Assignee as collateral for the Senior Secured Obligations (as defined in the Credit Agreement) under the Credit Agreement a security interest and lien in and to such Trademarks and all applications therefor described above, including the registrations thereof, the goodwill associated therewith and all other related claims and rights as more fully described in a certain Trademark Collateral Agreement in favor of the Assignee (the "Marks");

NOW THEREFORE, for good and valuable consideration, as security for the due and timely payment and performance of the Senior Secured Obligations, Assignor hereby pledges and grants to Assignee for itself and as Agent for the other Senior Secured Parties a security

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interest and lien in and to the aforesaid Marks, and gives notice of such security interest and the  
existence of such Trademark Collateral Agreement providing therefor.

Executed as of the date first above written.

SUSQUEHANNA KANSAS CITY PARTNERSHIP,  
by Susquehanna Radio Corp., its General Partner

By: Alan H. Brayman  
Alan Brayman, Treasurer

EXHIBIT I

to Trademark Collateral Agreement and Notice

Trademark	Registration Number	Registration Date
KCFX	2,773,400	October 14, 2003
KCMO	1,455,759	September 1, 1987