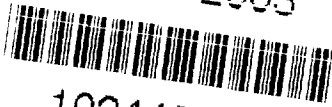


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(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)
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102443353

U.S. DEPARTMENT OF COMMERCE
U.S. 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):

JPMorgan Chase Bank f/k/a The Chase
Manhattan Bank

- Individual(s)
- General Partnership
- Corporation-State
- Other _____
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Release of Security Interest
- Merger
- Change of Name

Execution Date: MAY 5, 2003

2. Name and address of receiving party(ies)

Name: Digital Generation Systems, Inc.

Internal Address: _____
Address: _____

Street Address: 77 O'Farrell Street, Sixth Flr

City: San Francisco State: CA Zip: 74108

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

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

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

A. Trademark Application No.(s) 76/032,939;
76/032,938; 76/032,937

B. Trademark Registration No.(s) 2,188,028;
2,072,351; 1,678,299; 1,672,866;

Additional number(s) attached Yes No

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

Name: Martin Korn

Internal Address: Locke Liddell & Sapp LLP

Street Address: 2200 Ross Ave., Ste. 2200

City: Dallas State: TX Zip: 75201

6. Total number of applications and registrations involved: _____

12

7. Total fee (37 CFR 3.41).....\$ 315.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-1781

RECEIVED ODP
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ASSIGNMENTS DIV

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9. Signature.

Martin Korn
Name of Person Signing

Martin Korn
Signature

MAY 6, 2003
Date

Total number of pages including cover sheet, attachments, and document: **6**

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

05/09/2003 6TON11 00000039 76032939

01 FC:0521 40.00 OP
02 FC:0522 275.00 OP

TRADEMARK
REEL: 002727 FRAME: 0838

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

Page 2

Continuation of 2, Receiving Parties:

Digital Generation Systems of New York, Inc., 219 East 44th St., New York, NY 10017, a New York corporation

StarGuide Digital Networks, Inc., 300 E. Second St., Ste. 1510, Reno, NV 89501, a Nevada corporation

Starcom Mediatech, Inc., 110 W. Hubbard St., Chicago, IL 60610, a Delaware corporation

Corporate Computer Systems Consultants, Inc., 670 North Beers St., Bldg. 4, Holmdel, NJ 07733, a Delaware corporation

Telmac Systems, Inc., 670 North Beers St., Bldg. 4, Holmdel, NJ 07733, a Delaware corporation

Corporate Computer Systems, Inc., 670 North Beers St., Bldg. 4, Holmdel, NJ 07733, a Delaware corporation

Musicam Express, L.L.C., 670 North Beers St., Bldg. 4, Holmdel, NJ 07733, a Delaware limited liability company

CoolCast, Inc., 670 North Beers St., Bldg. 4, Holmdel, NJ 07733, a Delaware corporation

Continuation of 4B, trademark Registration No.(s):

1,689,532	2,021,266	2,281,903	1,833,485
2,393,832			

TRADEMARK RELEASE OF SECURITY INTEREST

This instrument is executed effective as of the 5th day of May, 2003 by JPMorgan Chase Bank (formerly known as The Chase Manhattan Bank), a New York banking corporation ("JPMC"), not in its individual capacity but solely as agent for the Lenders specified in the Security Agreement (hereinafter defined) (JPMC in such capacity, the "Administrative Agent"), 2200 Ross Avenue, 5th Floor, Dallas, Texas 75201.

WHEREAS, Digital Generation Systems, Inc., a Delaware corporation, (the "Borrower"), and the other Debtors identified in the Security Agreement (collectively, the "Grantors"), having an address at 750 W. John Carpenter Freeway, Suite 700, Irving, Texas 75039, and the Administrative Agent executed a Security Interest Assignment of Trademarks dated as of June 1, 2001 ("Security Agreement"), under which Security Agreement the Grantors granted to the Administrative Agent a security interest in all of the Grantors' right, title and interest in and to the trademark registrations (collectively, "Trademarks") listed in Exhibit "A" hereto, to secure payment and performance in full of certain Obligations of the Grantors under and in connection with a credit agreement among Borrower, Administrative Agent and others (the "Credit Agreement").

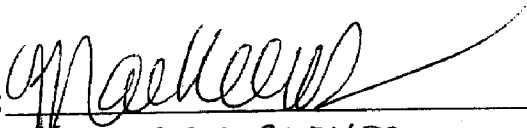
WHEREAS, the Administrative Agent recorded the Security Agreement with the United States Patent and Trademark Office, Assignment Branch, on June 29, 2001, which Security Agreement was recorded at Reel 002323, Frame 0915; and

WHEREAS, the Administrative Agent desires to terminate and release its security interest in the Trademarks.

NOW, THEREFORE, in consideration of the satisfaction of all Obligations of the Grantors under and in connection with the Credit Agreement, the Administrative Agent by these presents does hereby release the security interest in all trademarks, service marks and trademark and service mark registrations and applications, both foreign and domestic, at any time owned by the Grantors, including without limitation the Trademarks described on Exhibit "A" hereto, and the goodwill represented thereby, and including without limitation all renewals thereof, all proceeds thereof (including, but not limited to, all license royalties and proceeds of infringement suits), and the right to sue for past, present and future infringements.

IN WITNESS WHEREOF, Administrative Agent has executed this instrument as of the date first above written.

JPMORGAN CHASE BANK (formerly known as
The Chase Manhattan Bank), as Administrative
Agent

By: 
Name: MAE REEVES
Title: VP

CERTIFICATE OF ACKNOWLEDGMENT

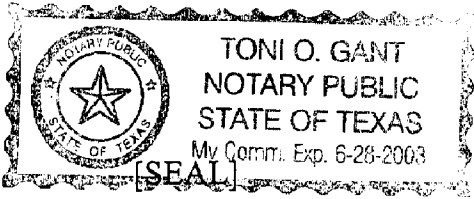
STATE OF TEXAS

§
§
§

COUNTY OF DALLAS

Before me _____ on this day personally appeared
Mal Reeves, a Vice Pres. of JPMORGAN CHASE BANK, a
New York banking corporation, known to me to be the person whose name is subscribed to the
foregoing instrument and acknowledged to me that he executed the same, on behalf of said
corporation, for the purposes and consideration therein expressed.

Given under my hand and seal this 2nd day of May, 2003.



Toni O. Gant
Notary Public - State of Texas

My Commission Expires:
6-28-03

Toni O. Gant
Printed Name of Notary Public

EXHIBIT "A"
To
RELEASE OF SECURITY INTEREST
ASSIGNMENT OF TRADEMARKS

Registrations

<u>Mark</u>	<u>Registration No.</u>
FIELDPHONE	2,188,028
M (Logo)	2,072,351
CCS	1,678,299
CCS (Logo)	1,672,866
MUSICAM	1,689,532
CDQPRIMA	2,021,266
COOLCAST	2,393,832
THE FIRST NAME IN DIGITAL DELIVERY	2,281,903
DG SYSTEMS	1,833,485

Applications

<u>Mark</u>	<u>Serial No.</u>
PRIMA	76/032,939
TEAM	76/032,938
STARGUIDE	76/032,937