

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Freedom Eastern North Carolina Communications, Inc.		05/19/2005	CORPORATION:
RECEIVING PARTY DATA			
Name:	JPMorgan Chase Bank, N.A., as Collateral Agent		
Street Address:	270 Park Avenue		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10017		
Entity Type:	Association:		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	78631774	RIVER BENDER	
Serial Number:	78631543	THE FAIRFIELD HARBOUR BEACON	
Serial Number:	78631546	GREENBRIER GAZETTE	
Serial Number:	78631776	TRENT WOODS TIMES	
CORRESPONDENCE DATA			
Fax Number:	(866)459-2899		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202-783-2700		
Email:	pagodoa@federalresearch.com		
Correspondent Name:	CBC Companies dba Federal Research		
Address Line 1:	1030 Fifteenth Street, NW, Suite 920		
Address Line 2:	attn: Penelope J.A. Agodoa		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20005		
NAME OF SUBMITTER:	Penelope J.A. Agodoa		

CH \$115.00 78631774

Signature:

/pja/

Date:

06/06/2005

Total Attachments: 6

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**RECORDATION FORM COVER SHEET
 TRADEMARKS ONLY**

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

<p>1. Name of conveying party(ies): FREEDOM EASTERN NORTH CAROLINA COMMUNICATIONS, INC.</p> <p> <input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-State <input type="checkbox"/> Other </p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: <u>JPMorgan Chase Bank, N.A., as Collateral Agent</u> Internal Address:</p> <p>Street Address: <u>270 Park Avenue</u></p> <p>City: <u>New York</u> State: <u>NY</u> Zip: <u>10017</u></p> <p> <input type="checkbox"/> Individual(s) citizenship _____ <input checked="" type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input type="checkbox"/> Corporation-State _____ <input type="checkbox"/> Other - National Bank </p> <p><small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</small></p>
<p>3. Nature of conveyance:</p> <p> <input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other </p> <p>Execution Date: <u>5/19/2005</u></p>	<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s) PLEASE SEE ATTACHED SCHEDULE I.</p> <p>B. Trademark Registration No.(s) PLEASE SEE ATTACHED SCHEDULE I.</p> <p style="text-align: right;">Additional number(s) attached <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: <u>Penelope Agodoa</u></p> <p>Internal Address: <u>Federal Research Corporation</u></p> <hr/> <p>Street Address: <u>1030 15th Street, NW</u></p> <p style="text-align: center;"><u>Suite 920</u></p> <p>City <u>Washington</u> State: <u>DC</u> Zip: <u>20005</u></p>	<p>6. Total number of applications and registrations involved: </p> <hr/> <p>7. Total fee (37 CFR 3.41).....</p> <p> <input type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account </p> <hr/> <p>8. Deposit account number:</p> <p>_____</p> <p><small>(Attach duplicate copy of this page if paying by deposit account)</small></p>
DO NOT USE THIS SPACE	
<p>9. Statement and signature. <i>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.</i></p> <p><u>Angela Cioffi</u> _____ <u>5/19/2005</u></p> <p style="text-align: center;"> Name of Person Signing Signature Date </p> <p style="text-align: right;"><small>Total number of pages including cover sheet, attachments, and document: </small></p>	

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

SCHEDULE ITRADEMARKS

MARK	OWNER	APP. NO.	REG. NO.
RIVER BENDER	Freedom Eastern North Carolina Communications, Inc.	78/631,774	Pending
THE FAIRFIELD HARBOUR BEACON	Freedom Eastern North Carolina Communications, Inc.	78/631,543	Pending
GREENBRIER GAZETTE	Freedom Eastern North Carolina Communications, Inc.	78/631,546	Pending
TRENT WOODS TIMES	Freedom Eastern North Carolina Communications, Inc.	78/631,776	Pending

GRANT OF SECURITY INTEREST

TRADEMARKS

THIS GRANT OF SECURITY INTEREST, dated as of May 19, 2005, is executed by FREEDOM EASTERN NORTH CAROLINA, INC. (the "Debtor"), in favor of JPMORGAN CHASE BANK, N.A., as Collateral Agent (in such capacity, the "Secured Party").

A. Reference is made to the Guarantee and Collateral Agreement, dated as of May 18, 2004 (the "Collateral Agreement"), among Freedom Communications Holdings, Inc., Freedom Communications, Inc., each other Subsidiary Loan Party identified therein and the Secured Party. Capitalized terms used herein and not otherwise defined shall have the meanings ascribed thereto in the Collateral Agreement.

B. The Debtor owns the trademark registrations and trademark applications filed in the Debtor's name in the United States Patent and Trademark Office, more particularly described on Schedule 1-A and Schedule 1-B annexed hereto as part hereof (collectively, the "Trademarks").

C. The Debtor hereby grants to the Secured Party a security interest in all right, title and interest of the Debtor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and all proceeds thereof, including any and all causes of action that may exist by reason of infringement thereof for the full term of the Trademarks (the "Collateral"), to secure the payment or performance in full of the Obligations, as defined in the Collateral Agreement.

D. The Debtor does hereby further acknowledge and affirm that the rights and remedies of the Secured Party with respect to the security interest in the Collateral granted hereby are more fully set forth in the Collateral Agreement.

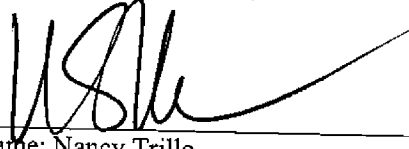
The Secured Party's address is:

Edmond DeForest
JPMorgan Chase Bank, N.A.
270 Park Avenue
New York, NY 10017

IN WITNESS WHEREOF, the Debtor has caused this instrument to be executed as of the day and year first above written.

FREEDOM EASTERN NORTH CAROLINA
COMMUNICATIONS, INC.,

By:



Name: Nancy Trillo

Title: Vice President and Controller

[[2507385]]

SCHEDULE 1-A TO GRANT OF SECURITY INTERESTS

TRADEMARK REGISTRATIONS

None.

SCHEDULE 1-B TO GRANT OF SECURITY INTERESTS

TRADEMARK APPLICATIONS

MARK	OWNER	APP. NO.	REG. NO.
RIVER BENDER	Freedom Eastern North Carolina Communications, Inc.	78/631,774	Pending
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