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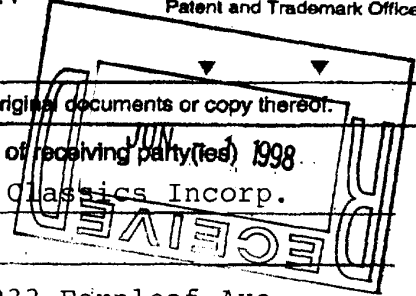
06-16-1998

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original documents or copy thereof.



1. Name of conveying party(ies):

Ivory Classics, an Ohio partnership

- 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
- Merger
- Change of Name

Execution Date: May 12, 1998

2. Name and address of receiving party(ies) 1998

Name: Ivory Classics Incorp.

Internal Address: \_\_\_\_\_

Street Address: 2233 Fernleaf Ave.

City: Columbus State: Ohio ZIP: 43235

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Ohio
- 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 patent number(s):

A. Trademark Application No.(s)

75/318863

B. Trademark Registration No.(s)

None

Additional numbers attached?  Yes  No

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

Name: Susan Rabin, Esq.

Internal Address: \_\_\_\_\_

Street Address: 12 Oxford Avenue

City: Mill Valley State: CA ZIP: 94941

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

N/A

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

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.

Michael Rolland Davis  
Name of Person Signing

Michael Rolland Davis  
Signature

5/2/98  
Date

Total number of pages including cover sheet, attachments, and document: 2

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

TRADEMARK

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0651-0011-75/318863  
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**TRADEMARK ASSIGNMENT**

**WHEREAS**, Ivory Classics, an Ohio partnership, with its principal place of business in Columbus, Ohio, (Assignor), has adopted, owns and is using the Mark Ivory Classics ("the Mark") in connection with the following goods and/or services: musical recordings in Compact Discs (CD), Digital Video Discs (DVD), audio cassettes and video format; and

**WHEREAS**, Assignor has applied to register the Mark on the Principal Register of the United States Patent and Trademark Office in connection with the above-described goods and/or services, Application Serial No. 75/318863 filed on July 3, 1997; and

**WHEREAS**, Ivory Classics Incorporated, an Ohio corporation, with its principal place of business at 2233 Fernleaf Avenue in Columbus, Ohio ("Assignee"), desires to acquire the Mark, and the pending application;

**NOW THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee all right, title and interest in and to the Mark, together with the goodwill of the business symbolized by the Mark, and the pending application for registration.

Michael Rolland Davis  
Ivory Classics, an Ohio partnership

By: Michael Rolland Davis

Name: Michael Rolland Davis

Title: President

Dated effective as of: MAY 12, 1998

SUBSCRIBED and SWORN to before me  
this 12<sup>th</sup> day of April, 1998.

Marvin E. Wachtman  
NOTARY PUBLIC



MARVIN E. WACHTMAN  
NOTARY PUBLIC, STATE OF OHIO  
MY COMMISSION EXPIRES OCT. 17, 2000

My Commission Expires: OCTOBER 17, 2000