

FORM PTO 1618A
Expires 09/30/00
OMB 0661-0027

09-02-1998

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK



2/20/98

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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other _____

Conveying Party

Mark if additional names of conveying parties attached

Name Northword Press, Inc.

Execution Date
Month Day Year
01261998

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization Wisconsin

Receiving Party

Mark if additional names of receiving parties attached

Name NorthSound Music Group, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 6211 Highway 51 South

Address (line 2) _____

Address (line 3) Hazelhurst

Wisconsin

54531

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____

Citizenship/State of Incorporation/Organization Wisconsin

FOR OFFICE USE ONLY

03/16/1998 TTON11 00000226 1959225
01 FC:481 40.00 OP
02 FC:482 125.00 OP

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

Fee OK checked

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REEL: 1745 FRAME: 0944

FORM PTO-1618B
Expires 09/30/99
OMB 0851-0027

U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name Paul I. Menes, Esq.

Address (line 1) MENES LAW CORPORATION

Address (line 2) 1801 Century Park East, Suite 1560

Address (line 3) Los Angeles, CA 90067-2302

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

Two

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

75079811

1959225 2028113 2067787
2058188 1884720
1641710 1892025

Number of Properties

Enter the total number of properties involved.

Eight

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$ 165.00

Method of Payment:

Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

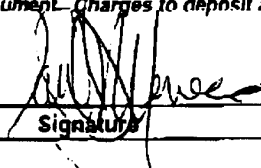
Yes No

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. Charges to deposit account are authorized, as indicated herein.

Paul I. Menes, Esq.

Name of Person Signing



Signature

Date Signed

02-05/98 THU 14:38 FAX
02/05/98 12:17

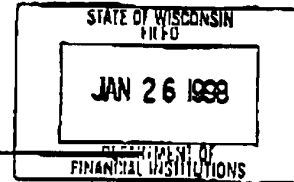
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NORTHWORD PRESS
Kirkland & Ellis

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98 JAN 23 10:00 AM '98
ARTICLES OF AMENDMENT TO THE THIRD
RESTATED ARTICLES OF INCORPORATION OF NORTHWORD PRESS, INC.

Adopted in accordance with
the provisions of Section 180.1003 of
the Business Corporation Law of
the State of Wisconsin



Paul Huston, being the Secretary of NorthWord Press, Inc., a corporation organized and existing under and by virtue of the Business Corporation Law of the State of Wisconsin (the "Corporation"), does hereby certify as follows:

1. That the Board of Directors of the Corporation pursuant to written consent and in accordance with Sections 180.0821 and 180.1003 of the Business Corporation Law of the State of Wisconsin adopted the resolution set forth below:

RESOLVED, that the Articles of Incorporation of the Corporation be amended by deleting Article I thereof in its entirety and inserting in its place Article I as set forth below:

Article I. The name of the corporation is
NORTHSOUND MUSIC GROUP, INC. (the "Corporation").

2. The foregoing amendment has been duly adopted pursuant to the provisions of Section 180.1003 of the Business Corporation Law of the State of Wisconsin.

IN WITNESS WHEREOF, the undersigned, being the Secretary hereinabove named, for the purpose of amending the Third Restated Articles of Incorporation of the Corporation pursuant to the Business Corporation Law of the State of Wisconsin, under penalties of perjury does

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02/08/98 12:17 ? 861 2200 66 1

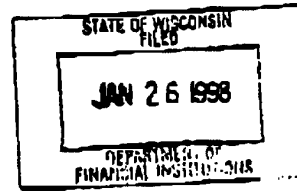
NORTHWORD PRESS
Kirkland & Ellis

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hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true, and accordingly has hereunto signed this amendment this 7th day of January, 1998.

Paul Huston
By: Paul Huston

Its: Secretary



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