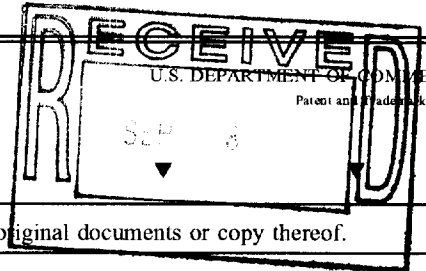


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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): General Electric Capital Corporation

Individual(s) Association

General Partnership Limited Partnership

Corporation-State (New York)

Other _____

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

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

Name: Spec's Music, Inc.

Internal Address: _____

Street Address: 800 Freedom Avenue, N.W.

City: North Canton State: Ohio ZIP: 44720

Individual(s) citizenship _____

Association _____

General Partnership _____

Limited Partnership _____

Corporation-State Florida corporation

Other _____

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(es) attached? Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other Release of Trademark Security Agreement

Execution Date: July 29, 1998

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

A. Trademark Application No.(s)

Additional numbers attached? Yes No

B. Trademark Registration No.(s) 2,004,927; 2,011,206 (see attached Schedule 1)

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

Name: Raymond M. Maiello, Esq.

Internal Address: Simpson Thacher & Bartlett

Street Address: 425 Lexington Avenue

City: New York State: New York ZIP: 10017

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: _____

(Attached 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.

Raymond M. Maiello, Esq. [Signature] 9/3/98

Name of Person Signing Signature Date

09/10/1998 SSMITH 00000026 2004927

Total number of pages comprising cover sheet: 4

01 FC:481
02 FC:482

40.00 UP
25.00 OR

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

TRADEMARK
REEL: 1784 FRAME: 0824

RELEASE OF TRADEMARK SECURITY AGREEMENT

THIS RELEASE is made as of July 29, 1998 by General Electric Capital Corporation, a New York corporation (the "Lender"), under the Credit Agreement dated as of May 22, 1996, between Spec's Music, Inc., a Florida corporation, and the Lender (hereinafter, the "Credit Agreement"), in favor of D S Latino Inc., a Florida corporation (the "Company").

Statement of Facts

WHEREAS, the Company and the Lender are parties to a Trademark Security Agreement, dated as of May 7, 1997 (hereinafter referred to as the "Trademark Security Agreement") whereby the Company granted to the Lender a security interest in the trademarks described on Schedule 1 attached hereto, together with all good will of the Company's business relating thereto and all other assets of the Company necessary to produce the products for which such trademarks are used, including without limitation all proceeds thereof (such as, by way of example, licenses, royalties and proceeds of infringement suits), the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world, and all renewals, extensions and other proceeds thereof (collectively, the "Trademarks");

WHEREAS, an executed original of the Trademark Security Agreement was recorded by the Assignment Division of the United States Patent and Trademark Office; and

WHEREAS, the Lender now desires to release and discharge all of its security interests and other rights in the Trademarks in connection with the termination of the Credit Agreement;


NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, the Lender hereby agrees as follows:

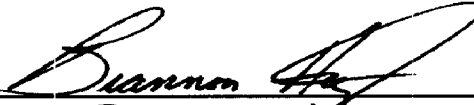
Statement of Terms

1. The Lender hereby releases all liens, security interests, rights, titles and interests in the Trademarks granted by the Company to the Lender pursuant to the Trademark Security Agreement.
2. The Lender authorizes the Commissioner of Patents and Trademarks of the United States of America to record this Release.

IN WITNESS WHEREOF, the Lender has caused this Release to be signed by its duly authorized officers as of the date set forth above.

**GENERAL ELECTRIC CAPITAL
CORPORATION**

By: 
Name: TIMOTHY C. HOBAN
Title: SR. V.P.

By: 
Name: BRANNON A. HUNTZ
Title: ASSOCIATE

SCHEDULE 1

Trademark	Registration Number	Application Number	Country	Reg. Date	Filing Date
Hits Only	2,004,927		USA	10/1/96	
Tropical Sound Orchestra	2,011,206		USA	10/22/96	