

12-28-1998

U.S. Department of Commerce
Patent and Trademark Office

12/23/98



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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):

BMG Direct Marketing, Inc.

- Individual(s)
- General Partnership
- Corporation-State of New York
- Other

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

2. Name and Address of receiving party(ies)

Name: BMG SPECIAL PRODUCTS, INC.

Address: 1540 Broadway
New York, New York 10036

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OPR/FINANCE

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State of 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

3. Nature of conveyance:

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

Execution Date: December 18, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

Reg. No. 1,947,891, Reg. No. 1,855,590, Reg. No. 1,771,212

Additional numbers attached? Yes No

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

Mary L. Kevlin, Esq.
Cowan, Liebowitz & Latman, P.C.
1133 Avenue of the Americas
New York, NY 10036-6799

6. Total number of applications and registrations involved: 3

7. Total fee (37 CFR 3.41)..... \$ 90.00

- Enclosed
- Any deficiency is authorized to be charged to Deposit Account No. 03-3415.

8. Deposit Account No. 03-3415

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

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02 FC:482 50.00 OP

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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.

Mary L. Kevlin
Name of Person Signing

Mary L. Kevlin 12/21/98
Signature Date

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

Mail to: U.S. Patent & Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231

U.S. TRADEMARK ASSIGNMENT

U.S. TRADEMARK ASSIGNMENT, made as of December 18, 1998, between BMG DIRECT MARKETING, a New York corporation, with offices at 1540 Broadway, New York, New York 10036 ("Assignor"), and BMG SPECIAL PRODUCTS, INC., a Delaware corporation, with offices at 1540 Broadway, New York, New York 10036 ("Assignee").

WHEREAS, Assignor is the owner of the BUDDAH RECORDS mark for musical sound recordings and registrations listed on Schedule A; and

WHEREAS, Assignee desires to acquire the BUDDAH RECORDS mark and the registrations listed on Schedule A;

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, its entire right, title and interest, whether statutory or at common law, in and to BUDDAH RECORDS mark and all registrations listed on the attached Schedule together with the goodwill of the business symbolized by these, including but not limited to all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

IN WITNESS WHEREOF, Assignor has executed this U.S. Trademark Assignment

as of December 18, 1998.

BMG DIRECT MARKETING, INC.

By: [Signature]
Name: Clif Knight
Title: Senior VP Business Affairs
BMG Direct

STATE OF NEW YORK)
)ss.:
COUNTY OF NEW YORK)

On December 18, 1998, before me personally came Clif Knight, to me known, who being by me duly sworn, did depose and say that he is a duly authorized officer of BMG Direct Marketing, the corporation described in and which executed the foregoing instrument, and that he had the authority to sign his name hereto on behalf of the corporation.

[Signature: Patricia Reul]
Notary Public

Agreed to and Accepted by:

BMG SPECIAL PRODUCTS, INC.

PATRICIA REUL
NOTARY PUBLIC, STATE OF NEW YORK
NO 01RE5011965
QUALIFIED IN ORANGE COUNTY Albany County
COMMISSION EXPIRES JUNE 15, 1999

By: [Signature]
Name: Lavene Evans
Title: Senior VP & Co-General Counsel

THE SCHEDULE

Country	Trademark	Registration No.	Registration Date
United States	BUDDAH RECORDS	1,947,891	January 16, 1996
United States	BUDDAH RECORDS & DESIGN	1,855,590	September 27, 1994
United States	BUDDAH	1,771,212	May 18, 1993