FORM PTO-1618A Expires 06/30/99 OMB 0651-0027 ///// 01-:22-1999



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RECORDATION FORM COVER SHEET

TO: The Commissioner of Patents and Trademarks:	Please record the attached original	sinal document(s) or convices
		mai document(s) or copyties).
Submission Type	Conveyance Type	
New	△ Assignment	License
Resubmission (Non-Recordation) Document ID # 100826612 Correction of PTO Error Reel # Frame # Corrective Document	Security Agreement Merger Change of Name	Nunc Pro Tunc # ssignm ant Effective Date Month Day Y ar
Reel # Frame #	Other	
Conveying Party X	Mark if additional names of conveyi	ng parties attached Execution Date Month Day Year
Name Compact Discs International,	Ltd.	9 2 18
Formerly N/A		
Individual General Partnership X	Limited Partnership	Corporation As sociatic n
Other		
X Citizenship/State of Incorporation/Organization	Texas	
Onizensinp/State of incorporation/organization		
Receiving Party	Mark if additional names of receiv	ing parties attached
Name CD Warehouse, Inc.		
DBA/AKA/TA N/A		
Composed of N/A		
Address (line 1) 1204 Sovereign Row		
Address (line 2)		
Address (line 3) Oklahoma City	Oklahoma	73108
City General Partnership	State/Country Limited Partnership	Zip Cc de If document to be recorded is an assignment and the receiving party is not domiciled in the United States, ar
X Corporation Association		appointment of a domestic representative should be attached.
Other		(Designation must be a separate document from Assignment.)
X Citizenship/State of Incorporation/Organizat	ion Delaware	
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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

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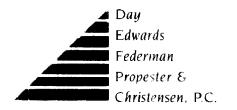
OMB 0651-0027	IRAL	EMARK
Domestic Representative Name and Address	Enter for the first Receiving Party only.	
Name		
Address (line 1)		
Address (line 2)		
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Address (line 4)		
Correspondent Name and Address Area Code an		
Area Code an	d Telephone Number (405) 239-2121	
Name Bruce W. Day		
Address (line 1) Day, Edwards, Federman, Propest	er & Christensen, P.C.	
Address (line 2) 210 Park Avenue; Suite 2900		
Address (line 3) Oklahoma City, Oklahoma 731)2		
Address (line 4)		
Pages Enter the total number of pages of the a including any attachments.	ttached conveyance document # 4	
	in Number(a)	
Trademark Application Number(s) or Registration Enter either the Trademark Application Number or the Registration	• • —	
	•	Toperty).
Trademark Application Number(s)	Registration Number(s)	
	[2,022,816]	
Number of Properties Enter the total number of	properties involved. #	
Fee Amount Fee Amount for Properties	Listed (37 CFR 3.41): \$ 40.00*	
Method of Payment: Enclosed	Deposit Account \$\\\ 40.00* *previously	aid
Deposit Account		
(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #		
Authorization t	o 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		
attached copy is a true copy of the original docum indicated herein.	ent. Charges to deposit account are authorized,	ı'S
Bruce W. Day	1/11/99	
Name of Person Signing		igned

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RECORDATION FORM COVER SHEET CONTINUATION TRADEMARKS ONLY

U.S. Department of Commerce Patent and Tracemark Office TRADE MARK

Conveying Party Enter Additional Conveying Party	Mark if additional names of conveying parties attached Execution Date Month Day Year
Name Mark E. Kane	9 2 38
Formerly	
X Individual General Partnership	Limited Partnership Corporation Association
Other	
Citizenship State of Incorporation/Organization	n
Receiving Party Enter Additional Receiving Party	Mark of additional names of receiving parties attached
Name	
DBA/AKA/TA	
Composed of	
Address (line 1)	
Address (line 2)	
Address (line 3)	
Individual General Partnership Corporation Association	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
Other	representative should be attached (Designation must be a separate document from the Assignment.)
Citizenship/State of Incorporation/Organization	on [
Trademark Application Number(s) or Re Enter either the Trademark Application Number or the Reg	egistration Number(s) Mark if additional numbers attached gistration Number (DO NOT ENTER BOTH numbers for the same property).
Trademark Application Number(s)	Registration Number(s)





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August 12, 1998

8-14-98

VIA FEDERAL EXPRESS

U.S. Patent and Trademark Office Office of Public Records Attn: Customer Service 1213 Jefferson Davis Hwy. 3rd Floor Arlungton, VA 22202

> RE: Assignment of Application of Trademark Registration Our File No. 091678/90398

Ladies and Gentlemen:

Enclosed is a manually signed original of an Assignment of Application for Registration for the transfer of Registration No. 2,022,816 to Assignee, CD Warehouse, Inc. Please file the original with your office, and file stamp and return the enclosed copy in the self addressed stamped envelope. Please also send us the Certificate of Registration listing Assignee as the owner of the trademark. We have enclosed a check made payable to the Commissioner of Patents and Trademarks in the amount of \$40.00 to cover the cost of the filing fee.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me or Ed McQueen of this office.

-Sincerely,

Bruce W. Day FOR THE FIRM

Enclosures

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ASSIGNMENT OF APPLICATION FOR REGISTRATION

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Wind

Whereas, COMPACT DISCS INTERNATIONAL, LTD., a Texas limited partnersh p with principal offices located at 4710 Firman Drive, Suite 300, Richardson, Texas 75081 ("CDII.") and MARK E. KANE, an individual and president of the general partner of CDIL (collectively, with CDII., "Assignor"), has adopted and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 2,022,816 dated December 17, 1996, as follows:

CD Warehouse

and

WHEREAS, CD WAREHOUSE, INC. ("Assignee"), a Delaware corporation with principal offices located at 1204 Sovereign Row, Oklahoma City, Oklahoma 73108, is desirous of acquiring said mark;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee, all right, title and interes in and to the said mark, together with the good will of the business symbolized by the mark, and the above identified registration of said mark.

The Commissioner of Patents and Tracemarks is requested to issue the Certificate of Registration to said Assignee.

COMPACT DISCS INTERNATIONAL, LID.

By: Marcshare, L.C.

Its General Partner

y: _____

Mark E. Kane. President

MARK E. KANE

Mark E. Kane

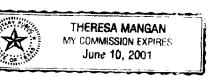
STATE OF TEXAS

) ss.

COUNTY OF 1)a/(q 5)

The foregoing was acknowledged before me this day of Aug, 1998, by MARK E. KANE, as an individual and on behalf of COMPACT DISCS INTERNATIONAL, LTD., a Texas imited partnership, as president of Marcshare, L.C., the general partner.

Notary Public



ASSIGNMENT OF APPLICATION FOR REGISTRATION

REFINE COURSE SOME AT PRANCE LE DE MODELLE

Whereas, COMPACT DISCS INTERNATIONAL LTD., a Texas limited partnership with principal offices located at 4710 Firman Drive. Suite 300, Richardson, Texas 75081 ("CDIL") and MARK E. KANE, an individual and president of the general partner of CDIL (co beneatly, with CDIL. Assignor"), has adopted and is using a nark which is egistered in the United States Pater and frademark Office, Registration No. 2,0.22.811 daied December 17, 1996, as follows

D Warehouse

and

WHEREAS, CD WAREHOUSE, LVC. (*Assigned*), a Delaware corporation with principal offices located at 1204 Sovereign Row Oklahoma City, Oklahoma 73108, is desirous to acquiring said nare:

NOW, THEREFORE, to good and variable consideration, receipt of which is nereby acknowledged, said Assignor does hereby assign unto the said Assignee, all right, title and interest is and the said mark, together with the good will of the business symbolized by the nark and the above gentified registration of said mark.

The Commissioner of Fatests and Trademarks is requested to issue the Ceruficate of Registration assaid Assignee.

COMPACT DISCS INTERNATIONAL, LTC

By:

Marcshare, L.C.
Its General Partne

. .

Mark E. Kane, President -

MARI E. KANE

Mark E. Kane

STATE OF TEXAS

OUNTY OF 12/2/12 5

The foregoing was acknowledged before methis <u>leady</u> of <u>Zhilar</u>, 1998, b. MARK E. KARR, as an individual and on behalf of COMPACT DISCS INTERNATIONAL, LED. A Texas contred partnership, as president of Marcshare, L.C., the general partner.

Notary Public

THERESA MANGAN
MINISTER STATE
June 10, 2001

TRADEMARK REEL: 1842 FRAME: 0240

RECORDED: 08/14/1998