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12/6/99

RECORDATIO
TRADE

12-28-1999

J.S. Department of Commerce
Patent and Trademark Office



101232649

Documents or copy thereof.

To the Honorable Commissioner of Patents and Trademark

1. Name of conveying party(ies):

Associated Technologies

- Individual(s)
- General Partnership
- Corporation-State Massachusetts
- Association
- Limited Partnership
- Other Corporation-State of Nevada

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

3. Nature of conveyance:

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

Execution Date: November 15, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,973,526
2,207,467

Additional numbers attached? Yes No

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

Name: Trademark Group

Internal Address: Foley Hoag & Eliot LLP

Street Address: One Post Office Square

City: Boston State: MA ZIP: 02109

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

06-1448

(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.

Paula A. Campbell, Reg. No. 32,503

Name of Person Signing

Signature

December 3, 1999

Date

12/27/1999 DNGUYEN 00000166 1973526

Total number of pages comprising cover sheet: One

01 FC:481
02 FC:482

40.00 DP
25.00 DP

RELEASE OF SECURITY INTEREST

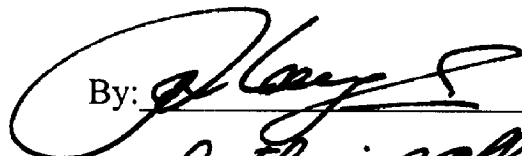
WHEREAS, Virtual Music Entertainment, Inc., a Delaware corporation located at 3 Riverside Drive, Andover, Massachusetts 01818 ("Borrower") granted a security interest in certain trademarks and trademark applications to Associated Technologies, 1204 Third Avenue, New York, N.Y. 10021 ("Lender") pursuant to a Security Agreement dated September 19, 1997;

WHEREAS, Lender has agreed to release the security interest on certain trademarks and trademark applications;

NOW THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Lender does hereby release its security interest against the trademarks and trademark applications listed on the attached Schedule:

Associated Technologies

Dated: 15 NOVEMBER '99

By: 
Title: Anthony

Witness: Alvin

Schedule

(Associated Technologies)

I. United States

Trademark	Registration or Serial Number	Date of recordal of security interest being released	Location of security interest being released Reel/Frame
VIRTUALMUSIC	Reg. No. 1,973,526	9/25/97	1639/0298
STOLEN SONG	Reg. No. 2,207,467	9/25/97	1639/0298

II. Australia

Trademark	Registration or Serial Number		
VIRTUAL MUSIC ENTERTAINMENT	Ser. No. 664307		
VIRTUAL MUSIC ENTERTAINMENT (and Design)	Ser. No. 741621		

III. France

Trademark	Registration or Serial Number		
VIRTUAL MUSIC ENTERTAINMENT	Reg. No. 95578069		
VPICK	Reg No. 96605537		

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VPICK	Reg No. 96605537		

IV. Japan

Trademark	Registration or Serial Number		
QUEST FOR FAME	Ser. No. 68328/1999		
STOLEN SONG	Reg. No. 4150763		
VIRTUAL MUSIC ENTERTAINMENT	Reg. No. 4108651		
MUSIC PLAYGROUND	Not yet assigned		

V. Taiwan

Trademark	Registration or Serial Number		
VIRTUAL	Reg. No. 733904		

VI. Germany

Trademark	Registration or Serial Number		
VPICK	Reg. No. 39601242		

VII. United Kingdom

Trademark	Registration or Serial Number		
VPICK	Reg. No. 2051148		

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