

08-21-2000

8-18-00



HEET

101424472

To the Honorable Commissioner of Patents and Trademarks, U.S. Patent and Trademark Office, Washington, D.C. 20503
Attached original documents or copy thereof.

1. Name of conveying party(ies):

CALTEX TRADING, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State -California
 Other _____

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

2. Name and Address of receiving party(ies)

Name: **CAPITOL RECORDS, INC.**

Address: **1750 NORTH VINE STREET
HOLLYWOOD, CA 90028**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation- **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 Merger
 Security Agreement Change of Name
 Other _____

Execution Date: **July 3, 2000**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) **2,018,196**

Additional numbers attached? Yes No

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

Richard S. Mandel, Esq.
 Cowan, Liebowitz & Latman, P.C.
 1133 Avenue of the Americas
 New York, NY 10036-6799

6. Total number of applications and registrations involved:
1

7. Total fee (37 CFR 3.41)..... **\$160.00**

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)

08/21/2000 J5HABAZZ 00000037 2018:56
 01 FC:481 40.00 UP
 02 FC:484 120.00 UP

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.

Richard S. Mandel, Esq.
 Name of Person Signing

Richard A. Mandel August 17, 2000
 Signature Date

Total number of pages including cover sheet, attachments, and document: 4

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

TRADEMARK ASSIGNMENT

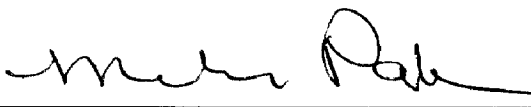
THIS ASSIGNMENT is made as of the 3rd day of July, 2000 between CALTEX TRADING, INC., 9045-A Eton Avenue, Canoga Park, California 91304 ("Assignor") and CAPITOL RECORDS, INC., 1750 North Vine Street, Hollywood, California 90028 ("Assignee").

WHEREAS, Assignor is the owner of a U.S. registration for the mark ALADDIN RECORDS, No. 2,018,196 (the "Registration"); and

WHEREAS, Assignee wishes to acquire all of Assignor's right, title and interest in and to the trademark ALADDIN RECORDS (the "Trademark"), including the Registration, and the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns, transfers, and conveys to Assignee all of its rights, title and interest in and to the Trademark, whether statutory or at common law, including the Registration, together with the goodwill of the business symbolized by the Trademark.

CALTEX TRADING, INC.

By: 
Name: MEHROOB PARTHASAR
Title: President