

MW 8.7.98

FORM PTO-1594  
Rev. 6-93

MB No. 0651-0011 (exp. 4/94)

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11-07-2000



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U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

Tab settings

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original documents or copy thereof.

To the Honorable Commissioner of Patents and Trademarks

1. Name of conveying party(ies):

Grow Biz International, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: July 23, 1998

2. Name and address of receiving party(ies)

Name: CD Warehouse, Inc.

Internal Address:

Street Address: 1204 Sovereign Row

City: Oklahoma City State: OK ZIP: 73108

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

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No N/A

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No N/A

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

A. Trademark Application No.(s)

75/461860

B. Trademark Registration No.(s)

1789749  
1954210  
1945397

Additional numbers attached?  Yes  No

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

Name: Bruce W. Day

Internal Address:

Street Address: 210 Park Avenue, Suite 2900

City: Oklahoma City State: OK ZIP: 73108

6. Total number of applications and registrations involved: 4

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

- Enclosed Previously sent
- Authorized to be charged to deposit account

file OK

8. Deposit account number:

(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.

Bruce W. Day

Name of Person Signing

Signature

November 23, 1998

Date

Total number of pages including cover sheet, attachments, and document: 34

All documents to be recorded with required cover sheet information  
Commissioner of Patents & Trademarks

TRADEMARK  
REEL: 002144 FRAME: 0359

ASSIGNMENT OF APPLICATION FOR REGISTRATION

WHEREAS, GROW BIZ INTERNATIONAL, INC. ("Assignor"), a Minnesota corporation, with principal offices located at 4200 Dahlberg Drive, Minneapolis, MN 55422-4837, has adopted and is using a mark for which said assignor has filed application in the United States Patent and Trademark Office for Registration, Serial No. 75/461860 filed April 3, 1998 as follows:

We Keep The Music Moving

and

WHEREAS, CD WAREHOUSE, INC. ("Assignee"), a Delaware corporation with principal offices located at 1204 Sovereign Row, Oklahoma City, OK 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 interest 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 Trademarks is requested to issue the Certificate of Registration to said assignee.

GROW BIZ INTERNATIONAL, INC.

By *Gaylen Knack*  
 Gaylen Knack  
 Its: Vice President/General Counsel

STATE OF MINNESOTA     )  
   ) ss.  
 COUNTY OF HENNEPIN    )

The foregoing was acknowledged before me this 23rd day of July, 1998, by Gaylen Knack, the Vice-President/General Counsel of GROW BIZ INTERNATIONAL, INC., a corporation under the laws of Minnesota, on behalf of the corporation.

*Jane Cavanaugh*  
 Notary Public



**ASSIGNMENT OF APPLICATION FOR REGISTRATION**

Whereas, GROW BIZ INTERNATIONAL, INC. ("Assignor"), a Minnesota corporation, with principal offices located at 4200 Dahlberg Drive, Minneapolis, MN 55422-4837 has adopted and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1789749 dated August 16, 1993, as follows:

CD Exchange & Design

and

WHEREAS, CD WAREHOUSE, INC. ("Assignee"), a Delaware corporation with principal offices located at 1204 Sovereign Row, Oklahoma City, OK 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 interest 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 Trademarks is requested to issue the Certificate of Registration to said assignee.

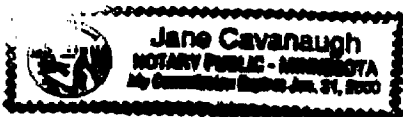
GROW BIZ INTERNATIONAL, INC.

By Gaylen Knack  
Gaylen Knack  
Its: Vice President/General Counsel

STATE OF MINNESOTA )  
  ) ss.  
COUNTY OF HENNEPIN )

The foregoing was acknowledged before me this 23rd day of July, 1998, by Gaylen Knack, the Vice-President/General Counsel of GROW BIZ INTERNATIONAL, INC., a corporation under the laws of Minnesota, on behalf of the corporation.

Jane Cavanaugh  
Notary Public



ASSIGNMENT OF APPLICATION FOR REGISTRATION

Whereas, GROW BIZ INTERNATIONAL, INC. ("Assignor"), a Minnesota corporation, with principal offices located at 4200 Dahlberg Drive, Minneapolis, MN 55422-4837 has adopted and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1954210 dated February 6, 1996, as follows:

Disc Go Round

and

WHEREAS, CD WAREHOUSE, INC. ("Assignee"), a Delaware corporation with principal offices located at 1204 Sovereign Row, Oklahoma City, OK 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 interest 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 Trademarks is requested to issue the Certificate of Registration to said assignee.

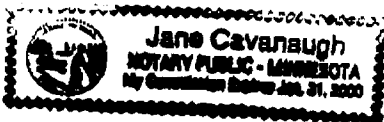
GROW BIZ INTERNATIONAL, INC.

By Gaylen Knack  
Gaylen Knack  
Its: Vice President/General Counsel

STATE OF MINNESOTA    )  
                                  ) ss.  
COUNTY OF HENNEPIN    )

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Jane Cavanaugh  
Notary Public



ASSIGNMENT OF APPLICATION FOR REGISTRATION

Whereas, GROW BIZ INTERNATIONAL, INC. ("Assignor"), a Minnesota corporation, with principal offices located at 4200 Dahlberg Drive, Minneapolis, MN 55422-4837 has adopted and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1945397 dated January 2, 1996, as follows:

Disc Go Round & Design

and

WHEREAS, CD WAREHOUSE, INC. ("Assignee"), a Delaware corporation with principal offices located at 1204 Sovereign Row, Oklahoma City, OK 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 interest 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 Trademarks is requested to issue the Certificate of Registration to said assignee.

GROW BIZ INTERNATIONAL, INC.

By Gaylen Knack  
Gaylen Knack  
Its: Vice President/General Counsel

STATE OF MINNESOTA )  
  ) ss.  
COUNTY OF HENNEPIN )

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Jane Cavanaugh  
Notary Public

