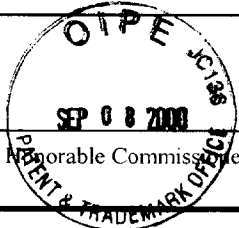


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9.9.00

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To the Honorable Commissioner of F

d original documents or copy thereof.

1. Name of conveying party(ies):

MICHAEL SNYDER

- Individual(s) Association
 - General Partnership Limited Partnership
 - Corporation-State
 - Other _____
- Additional name(s) of conveying party(ies) attached?
 Yes No

2. Name and address of receiving party(ies):

Name: DESIGN ENTERPRISES LIMITED

Internal Address: CRAIGMUIR CHAMBERS

Street Address: ROAD TOWN, TORTOLA,

City BRITISH VIRGIN ISLANDS

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State BRITISH VIRGIN ISLANDS
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation 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: AUGUST 21, 2000

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

A. Trademark Application No.(s) 75/246124

B. Trademark registration No.(s) _____

Additional numbers attached? Yes No

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

PENNIE & EDMONDS LLP
1155 Avenue of the Americas
New York, NY 10036

Attn.: James W. Dabney, Esq.

File No.: 8998-042-999

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):.....\$ 40.00

Please charge to the deposit account listed in Section 8.

8. Deposit account number:
16-1150

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.

James W. Dabney, Esq.

Name of Person Signing Reg. No.

[Signature]
Signature

Sept. 8, 2000

Date

Total number of pages comprising cover sheet: 3

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignment
Washington, D.C. 20231

UNITED STATESASSIGNMENT

WHEREAS, **MICHAEL SNYDER**, an individual resident of California, United States of America ("Assignor"), represents that he is the owner of the trademark **V-2 MUSIC** and the application thereof, Serial No. **75/246124**, filed in the United States Patent and Trademark Office, together with the goodwill of the business connected with and symbolized by said trademark; and

WHEREAS, **DESIGN ENTERPRISES LIMITED**, a corporation organized and existing under the laws of the British Virgin Islands with its principal place of business at Craigmuir Chambers, Road Town, Tortola, British Virgin Islands ("Assignee"), has agreed to acquire any interest which **MICHAEL SNYDER** may have in said trademark and application thereof together with any goodwill of the business connected with and symbolized by said trademark.

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, said Assignor, **MICHAEL SNYDER**, does hereby sell and assign unto said Assignee, **DESIGN ENTERPRISES LIMITED**, all right, title and interest in and to said trademark **V-2 MUSIC** and said application thereof, Serial No. **75/246124**, together with any good will of the business connected with and symbolized by said trademark and together with all the rights for recovery, damages and profits for past infringements thereof, if any.

IN WITNESS WHEREOF, the Assignor **MICHAEL SNYDER**, has caused this instrument to be executed by its duly authorized corporate officer.

This 21st day of August, 2000.

MICHAEL SNYDER

Michael Snyder

Title: President, VeeTwo Music

NY2 - 1105567.0

TRADEMARK
REEL: 002162 FRAME: 0846

DESIGNATION OF DOMESTIC REPRESENTATIVE

DESIGN ENTERPRISES LIMITED, hereby designates Pennie & Edmonds LLP,
whose postal address is 1155 Avenue of the Americas, New York, New York 10036, United
States of America, as representative upon whom notices or process in proceedings may be
served, specifically in regard to:

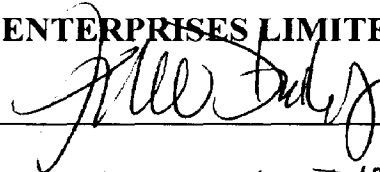
V-2 MUSIC Application Serial No. 75/246,124 dated February 24, 1997.

DESIGN ENTERPRISES LIMITED

By: _____

Name: _____

Title: _____



JAMES W TUTBURY

TRADENAME AGENT

DATED:

August 22, 2000.

NY2 - 1105567.1