

FORM PTO-1594  
(Rev. 6-93)  
OMB No. 0651-0011 (exp. 4/94)

02-28-2002  
101996143

HEET

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>Benson Music Group (DE Corporation) 741 Cool Springs Blvd. Franklin, TN 37067</p> <p style="text-align: right; font-size: 1.5em;">2.13.02</p> <p>Additional name(s) of conveying party(ies) attached? No</p>	<p>2. Name and address of receiving party(ies)</p> <p>Name: Brentwood Music Publishing Street Address: 741 Cool Springs Blvd City: Franklin ST: TN ZIP 37067</p> <p>Additional name(s) &amp; address(es) attached? No</p>
<p>3. Nature of conveyance: Assignment</p> <p>Execution Date: February 28, 1997</p>	

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

A. Trademark Application No.(s): B. Trademark No.(s): 1,240,944

Additional numbers attached?  Yes  No

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<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: WADDEY &amp; PATTERSON BANK OF AMERICA PLAZA SUITE 2020 414 UNION STREET NASHVILLE, TN 37219</p> <p>Customer No. 23456</p>	<p>6. Total number of applications and trademarks involved: 1</p> <p>7. Total fee (37 CFR 3.41):..... \$40.00</p> <p>The fee is enclosed</p> <p>8. Deposit account number: <b>23-0035</b></p> <p>(Attach duplicate copy of this page if paying by deposit account.)</p>
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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.*

Edward D. Lanquist, Jr.

1/16/02

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: 7

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patents and Trademarks, Box Assignments  
Washington, DC 20231

02/27/2002 6TOW11 00000235 1240944  
01 FC:461 40.00 OP

TRADEMARK  
REEL: 002450 FRAME: 0452

**BILL OF SALE**

**KNOW ALL MEN BY THESE PRESENTS**, that each of **BENSON MUSIC GROUP, INC.**, a Delaware corporation, **DIADEM MUSIC GROUP, INC.**, a Delaware corporation, **BENCAP, INC.**, a Delaware corporation, and **BENSAC, INC.**, a Delaware corporation (collectively, the "Seller"), for good and valuable consideration paid to it by **BRENTWOOD MUSIC PUBLISHING, INC.**, a Tennessee corporation (the "Purchaser"), pursuant to an Asset Purchase Agreement, dated as of February 28, 1997 between Purchaser and Seller (the "Agreement"), receipt of which is hereby acknowledged by Seller, has conveyed, transferred, assigned and delivered, and by this Bill of Sale does convey, transfer, assign and deliver unto the Purchaser, its successors and assigns forever the following (the "Acquired Assets"):

All of Seller's right, title and interest in and to all of the assets, business, rights and properties used in the Business, including without limitation (i) musical compositions and all copyrights therein (together with all renewals and extensions thereof), (ii) all agreements by which Seller or its predecessors in interest acquired such musical compositions and copyrights or any rights therein and (iii) all agreements and contracts for the exploitation thereof; provided, that the Acquired Assets shall not include (a) the assets, business, rights and properties not used in the Business, (b) the Seller's cash, certificates of deposit and other cash equivalents and (c) the rights of the Seller arising out of or in connection with the Agreement.

**TO HAVE AND TO HOLD**, unto the Purchaser, its successors and assigns, **FOREVER**.

All capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Agreement.

... WITNESS WHEREOF, a duly authorized officer of Seller has  
... unto set his hand and Seller has delivered this Bill of Sale to  
... Purchaser on February 28, 1997.

BENSON MUSIC GROUP, INC.

By: *Michael A. Caffrey*  
TREASURER

DIADEM MUSIC GROUP, INC.

By: *Michael A. Caffrey*  
TREASURER

BENCAP, INC.

By: *Michael A. Caffrey*  
TREASURER

BENSAC, INC.

By: *Michael A. Caffrey*  
TREASURER

STATE OF Tennessee )  
 )  
 COUNTY OF Williamson ) ss.:

On this 5<sup>th</sup> day of March, 1997, before me, the undersigned, a notary public in and for said state, appeared MICHAEL CRAFT, known to me to be the authorized signatory of BENSON MUSIC GROUP, INC., a Delaware corporation, who being duly sworn, deposed and said that he had executed the foregoing assignment and that he did so at the express direction of the Board of Directors thereof.

Lisa Keith  
 Notary Public

STATE OF Tennessee,  
COUNTY OF Williams } ss.:

On this 5<sup>th</sup> day of March, 1997, before me, the undersigned, a notary public in and for said state, appeared Michael CRAPP, known to me to be the authorized signatory of BENSAC, INC., a Delaware corporation, who being duly sworn, deposed and said that he had executed the foregoing assignment and that he did so at the express direction of the Board of Directors thereof.

Lisa Keith  
Notary Public

STATE OF Tennessee  
COUNTY OF Williamson ss.:

On this 5<sup>th</sup> day of March, 1997, before me, the undersigned, a notary public in and for said state, appeared MICHAEL CRAPT, known to me to be the authorized signatory of BENCAP, INC., a Delaware corporation, who being duly sworn, deposed and said that he had executed the foregoing assignment and that he did so at the express direction of the Board of Directors thereof

Lisa Keith  
Notary Public

STATE OF Tennessee )  
COUNTY OF Williamson ) ss.:

On this 5<sup>th</sup> day of March, 1997, before me, I  
undersigned, a notary public in and for said state, appear  
Michael Clark, known to me to be the authorized signatory  
DIADEN MUSIC, INC., a Delaware corporation, who being duly sworn  
deposed and said that he had executed the foregoing assignment a  
that he did so at the express direction of the Board of Directors  
thereof.

Lisa Keith  
Notary Public