

TRADEM



VER SHEET

102046444

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

1. Name of conveying party(ies):

BDO Dunwoody Limited
P.O. Box 33,
Toronto, Ontario, Canada M5J 2J9; - and -
PricewaterhouseCoopers Inc.
145 King Street West,
Toronto, Ontario, Canada M5H 1V8

Corporation- Canada

Additional names(s) of conveying party(ies) attached? No

3-25-02

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

2008305 Ontario Limited
110 Bond Street
Toronto, Ontario, Canada

Corporation- Canada

If assignee is not domiciled in the United States, a domestic representative designation is attached:
YES

3. Nature of conveyance:

Assignment

Execution Date: January 11, 2002

(Designation must be a separate document from Assignment)

Additional name(s) & address(es) attached? NO

2002 MAR 25 PM 2:07
FINANCE SECTION

OFFICE OF THE COMMISSIONER OF PATENTS AND TRADEMARKS

4. A. Trademark Application No.(s)

B. Trademark Registration No.(s)

U.S. Registration No. 1,510,719
U.S. Registration No. 2,131,551
U.S. Registration No. 1,931,014

Additional numbers attached? NO

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

OSTROLENK, FABER, GERB & SOFFEN, LLP
1180 Avenue of the Americas
New York, New York 10036-8403

6. Total number of documents involved:
1

7. Total fee (37 CFR 3.41): \$90.00
Enclosed is Check No. -08705

In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.

DO NOT USE THIS SPACE

8. 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.

Charles P. LaPolla

Name of Person Signing

Signature

March 11, 2002

Date

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

04/08/2002 LHWELLER 00000067 1510719

01 FC:481
02 FC:482

40.00 DP
50.00 DP

00554191.1

TRADEMARK ASSIGNMENT

WHEREAS **BDO Dunwoody Limited**, a Canadian corporation located at Royal Bank Plaza, P.O. Box 33, Toronto, Ontario, Canada M5J 2J9, the Receiver and Manager of Sniderman Radio Sales and Service Limited ("Sniderman") o/a Sam The Record Man or Sams, a bankrupt and **PricewaterhouseCoopers Inc.**, a Canadian corporation located at 145 King Street West, Toronto, Ontario, Canada M5H 1V8, the Trustee of the estate of Sniderman (collectively, called the "Assignor") covenant, represent and warrant only that they have done no act to encumber the following trademark registrations and applications in the United States Patent and Trademark Office:


Registrations

Trade-mark	Registration No.
SAM THE COMPACT DISC MAN	1510719
SAM THE RECORD MAN	2131551
SAM THE VIDEO MAN	1931014

WHEREAS **2008305 Ontario Limited**, an Ontario corporation located at 110 Bond Street, Toronto, Ontario, Canada ("Assignee") is desirous of acquiring said trademarks and the registrations thereof;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor hereby unconditionally transfers, assigns and sets over and unto the Assignee all of the right, title and interest of Sniderman, if any, in and to the said trademarks, together with the goodwill of the business symbolized by the marks, and the above-identified registrations thereof. EXECUTED at Toronto, Ontario as of this 11th day of January, 2002.

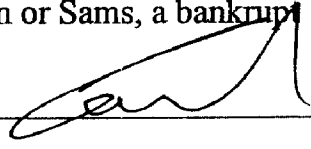
BDO DUNWOODY LIMITED, in its capacity
as Receiver and Manager of Sniderman Radio
Sales and Service Limited o/a Sam The Record
Man or Sams, a bankrupt



Name: **CLARK McKeown**

Title: **Vice President**

PRICEWATERHOUSECOOPERS INC., in
its capacity as Trustee of the estate of Sniderman
Radio Sales and Service Limited o/a Sam The
Record Man or Sams, a bankrupt



Name:

Title:

L.A. Ward

Senior Vice-President

::ODMA\PCDOCS\BUSINESS_LAW\883006\1