

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings



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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Motown Record Company, L.P. 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: UMG Recordings, Inc. Internal Address: Street Address: 100 Universal City Plaza City: Universal City State: CA Zip: 91608 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 (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: 5/14/03

4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Attached B. Trademark Registration No.(s) See Attached Additional number(s) attached Yes No

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5. Name and address of party to whom correspondence concerning document should be mailed: Name: Anne B. Nielsen Internal Address: 1280 - 6th Floor Street Address: 100 Universal City Plaza City: Universal City State: CA Zip: 91608

6. Total number of applications and registrations involved: 24 7. Total fee (37 CFR 3.41): \$ 615.00 Enclosed Authorized to be charged to deposit account 8. Deposit account number: 50-0333

DO NOT USE THIS SPACE

9 Signature.

Anne B. Nielsen Name of Person Signing

Signature

5/16/03 Date

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

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

05/22/2003 ECDOPER 00000039 75441755 01 FC:8521 40.00 CH 02 FC:8522 575.00 CH

TRADEMARK REEL: 002737 FRAME: 0324

SCHEDULE A

MARK	SERIAL NO.
HITSVILLE	75/441755
MOTOWN	75/866346

MARK	REG. NO.
MOTOWN MASTER SERIES & DESIGN	2516930
MOTOWN	881471
MOTOWN	800977
MOTOWN	2040824
MOTOWN (LOGO)	985972
MOTOWN (LOGO)	985976
M MOTOWN (LOGO)	1075409
M MOTOWN (LOGO)	2242932
M MOTOWN (LOGO)	2663608
M (LOGO)	1432360
M STIPPEN (LOGO)	1368252
TAMLA	985973
TAMLA	800978
TAMLA (LOGO IN HALVE CIRKEL)	1026437
MOROCCO (LOGO)	1342156
THE SUPREMES	1003076
JACKSON 5	965809
THE TEMPTATIONS	879695
MOJAZZ (LOGO)	2055631
MOJAZZ	1885546
MOJAZZ (LOGO)	1917167
THE SUPREMES	1009265

ASSIGNMENT OF TRADEMARKS

WHEREAS, Motown Record Company, L.P. a California limited partnership organized and existing under the laws of the State of California of which UMG Recordings, Inc. is the General Partner, having its principal place of business at 825 Eighth Avenue, Worldwide Plaza, New York, New York 10019 ("Assignor"), is the owner of all right, title and interest in and to the trademarks listed on the attached Schedule A (the "Trademarks"), and is the owner of the applications and registrations therefor; and

WHEREAS, UMG Recordings, Inc. a Delaware corporation organized and existing under the laws of the State of Delaware also having its principal place of business at 100 Universal City Plaza, Universal City, California 91608 ("Assignee"), desires to acquire all right, title and interest in and to the aforementioned Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the Assignor's entire right, title and interest in and to the Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor.

IN TESTIMONY WHEREOF, the Assignor has caused this Assignment of Trademarks to be executed by its authorized representative.

MOTOWN RECORD COMPANY, L.P.

May 14, 2003

By: _____



Anne B. Nielsen
Assistant Secretary
UMG Recordings, Inc.
General Partner