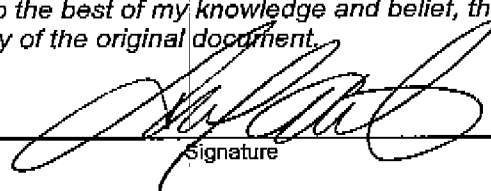


Docket No: 11779-139001

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

Commissioner for Trademarks: Please record the attached copies of an original document.

| | |
|---|--|
| <p>1. Name of conveying party(ies): Emerson Musical Instruments, Inc.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation—State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p style="text-align: right;">Additional name(s) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> | <p>2. Name and address of receiving party): Conn-Selmer, Inc. 600 Industrial Parkway Elkhart, Indiana 46515</p> <p><input type="checkbox"/> Individual(s) Citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation—State <u>Delaware</u> <input type="checkbox"/> Other _____</p> <p>If the assignee is not domiciled in the United States, a domestic representative designation is attached. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p style="text-align: right;">Additional names/addresses attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>3. Nature of conveyance:</p> <p><input checked="" type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input type="checkbox"/> Other:</p> <p>Execution Date: <u>December 22, 2003</u></p> | <p>4. Application number(s) or trademark number(s):</p> <p>A. Trademark Application No(s): _____</p> <p>B. Trademark No(s): <u>2,643,089</u></p> <p style="text-align: right;">Additional numbers attached? <input checked="" type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> |
| <p>5. Name/address of party to whom correspondence concerning document should be mailed:</p> <p>TIMOTHY A. FRENCH, ESQ. Fish & Richardson P.C. 225 Franklin Street Boston, MA 02110-2804</p> | <p>6. Total number of applications and registrations involved: <u>5</u></p> <p>7. Total fee (37 CFR §3.41): <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to charge Deposit Account.</p> <p>8. Deposit Account No.: <u>06-1050</u> Please apply any additionally charges, or any credits, to our Deposit Account No. 06-1050.</p> |
| <p>DO NOT USE THIS SPACE</p> | |
| <p>9. Statement and Signature: <i>To the best of my knowledge and belief, the foregoing information is true and correct and the attached is a true copy of the original document.</i></p> | |
| <p>Timothy A. French Name of Person Signing</p> |  Signature <p style="text-align: right;">January 13, 2004 Date</p> |
| <p>Total number of pages including cover sheet, attachments, and document: <u>5</u></p> | |

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Schedule AU.S. Trademark Registrations

| <u>Trademark</u> | <u>Registration No.</u> | <u>Registration Date</u> |
|--|-------------------------|--------------------------|
| ALPHA | 2,643,089 | October 29, 2002 |
| BOSTON LEGACY | 2,504,989 | November 6, 2001 |
| ELD | 1,862,454 | November 15, 1994 |
| ELD EMERSON | 1,179,046 | November 24, 1981 |
| ELD EMERSON MUSICAL INSTRUMENTS And Design | 2,417,853 | January 2, 2001 |

Foreign Trademark Applications and Registrations

| <u>Trademark</u> | <u>Appl./Reg. No. and Date</u> | <u>Country</u> |
|------------------|------------------------------------|----------------|
| EMERSON | A517953 August 28, 1989 | Australia |
| EMERSON | 591824 October 8, 2003 | Canada |
| EMERSON | 2480457 Filed November 28, 2001 | European Union |
| EMERSON | 92064818 Filed November 7, 2003 | Taiwan |

U.S. Patent Registration

| <u>Patent</u> | <u>Registration No.</u> |
|---|-------------------------|
| Split E Flute and Split E Mechanism Therefore | 4,353,281 |

ASSIGNMENT

WHEREAS, Emerson Musical Instruments, Inc., a corporation duly organized and existing under the laws of the State of Delaware, and having a place of business at 600 Industrial Parkway, Elkhart, Indiana 46515, (hereinafter "ASSIGNOR"), has adopted, used and is using the trademarks and patent identified on the attached Schedule A and has obtained applications or registrations therefor (hereinafter "the Trademarks and Patent"), and

WHEREAS, Conn-Selmer, Inc., a corporation duly organized and existing under the laws of the State of Delaware, and having a place of business at 600 Industrial Parkway, Elkhart, Indiana 46515, (hereinafter "ASSIGNEE"), is desirous of acquiring said Trademarks and Patent;

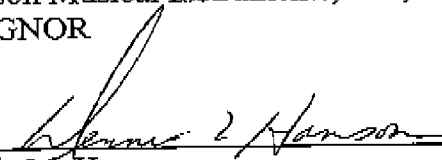
NOW, THEREFORE, IT IS HEREBY AGREED:

1. In consideration of the sum of One Dollar (\$1.00) and other good valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR does hereby sell, assign and transfer unto ASSIGNEE the entire right, title and interest in and to the Trademarks and Patent, together with the goodwill of the business in connection with which the Trademarks and Patent are used.

2. ASSIGNOR shall do all acts and execute all documents which may be reasonably required by ASSIGNEE in order to effect the assignment of the Trademarks and Patent and to ensure that any resulting registration be granted to ASSIGNEE.

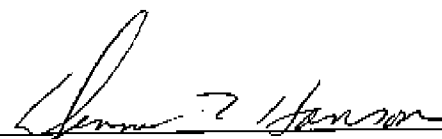
IN WITNESS WHEREOF, ASSIGNOR has caused this instrument to be executed by its
duly authorized officer this 22 day of December 2003.

Emerson Musical Instruments, Inc.,
ASSIGNOR

By 
Dennis M. Hanson
Vice President and Secretary

IN WITNESS WHEREOF, ASSIGNEE has caused this instrument to be executed by its
duly authorized officer this 22 day of December 2003.

Conn-Selmer, Inc.
ASSIGNEE

By 
Dennis M. Hanson
Executive Vice President

NOTARIAL ACKNOWLEDGMENT

COMMONWEALTH OF MASSACHUSETTS)

: ss.:

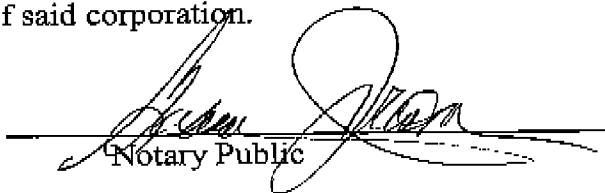
COUNTY OF MIDDLESEX)

I, Barbara A. Johnson, a Notary Public in and for Middlesex County, certify:

On the *22nd* day of December, 2003, before me personally appeared Dennis M. Hanson, to me known and known to me to be the person who signed the foregoing instrument as Vice President and Secretary of Emerson Musical Instruments, Inc.

I further certify that said Dennis M. Hanson is duly authorized to sign the foregoing instrument in the name of said corporation and that the purposes for which said instrument are granted are within the scope of the objects or activities of said corporation.

BARBARA A. JOHNSON, Notary Public
My Commission Expires
December 26, 2008


Notary Public

NOTARIAL ACKNOWLEDGMENT

COMMONWEALTH OF MASSACHUSETTS)

: ss.:

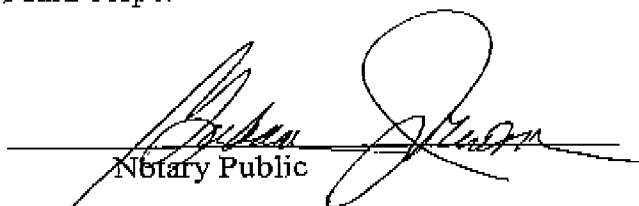
COUNTY OF MIDDLESEX)

I, Barbara A. Johnson, a Notary Public in and for Middlesex County, certify:

On the *22nd* day of December, 2003, before me personally appeared Dennis M. Hanson, to me known and known to me to be the person who signed the foregoing instrument as Executive Vice President of Conn-Selmer, Inc.

I further certify that said Dennis M. Hanson is duly authorized to sign the foregoing instrument in the name of said corporation and that the purposes for which said instrument are granted are within the scope of the objects or activities of said corporation.

BARBARA A. JOHNSON, Notary Public
My Commission Expires
December 26, 2008


Notary Public