

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Warner Communications Inc.		02/29/2004	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Elektra Entertainment Group Inc.
Street Address:	75 Rockefeller Plaza
City:	New York
State/Country:	NEW YORK
Postal Code:	10019
Entity Type:	CORPORATION: DELAWARE
Name:	Nonesuch Records Inc.
Street Address:	1290 Avenue of Americas
City:	New York
State/Country:	NEW YORK
Postal Code:	10104
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1492989	ELEKTRA NONESUCH

CORRESPONDENCE DATA	
Fax Number:	(212)455-2502
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	(212) 455-2276
Email:	LLevy@stblaw.com
Correspondent Name:	Alison Winick, Esq.
Address Line 1:	Simpson Thacher & Bartlett LLP
Address Line 2:	425 Lexington Avenue
Address Line 4:	New York, NEW YORK 10017

OP \$40.00 1492989

ATTORNEY DOCKET NUMBER:

013350/0024

NAME OF SUBMITTER:

Lea B. Levy

Total Attachments: 5

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TRADEMARK ASSIGNMENT

WHEREAS, Warner Communications Inc., a Delaware corporation, having a place of business at 75 Rockefeller Plaza, New York, New York, 10019 ("Assignor") is the owner of the trademark and trade name described in Exhibit A (the "Mark") and is the owner of the trademark registration listed in Exhibit A;

WHEREAS, Elektra Entertainment Group Inc., a Delaware corporation, having a place of business at 75 Rockefeller Plaza, New York, New York, 10019, and Nonesuch Records Inc., a Delaware Corporation, having a place of business at 1290 Avenue of the Americas, New York, New York, 10104, ("Assignees"), desire to acquire the Mark and the corresponding registrations and applications;

NOW, THEREFORE, for and in consideration of ten dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns, and transfers to Assignee, absolutely and forever, the entire right, title, and interest, whether statutory or at common law, in and to the Mark, together with the goodwill of the business symbolized by the Mark, and all corresponding registrations and applications, as well as all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute any further papers and to do such other acts as may be necessary and proper to vest full title in and to the Mark and other corresponding rights in the Assignee.

Assignor hereby appoints Assignee and any officer or agent thereof, with full power of substitution, as its true and lawful attorney-in-fact with full irrevocable power and authority in place and stead of Assignor and in the name of Assignor or in its own name, for the purposes of carrying out the terms of this Agreement, to take any and all appropriate actions and to execute any and all documents and instruments which may be necessary or desirable to accomplish the purposes of this Agreement. Furthermore, Assignor agrees that, upon request it will, at Assignee's expense but for no additional consideration, cooperate fully with Assignee in the protection and enforcement of the Marks, including but not limited to, cooperating fully with Assignee in connection with any claims or suits brought by or against Assignee relating to the Marks.

Assignor hereby consents to the recordation of this assignment in the country listed in Exhibit A and any other countries as appropriate.

Assignee hereby accepts the assignment of the Mark and registration listed on Exhibit A, and all other rights described in this assignment.

The individuals signing this document on behalf of corporate entities represent and declare that they are authorized to execute this document on behalf of such corporate entities.

IN WITNESS WHEREOF, this Assignment is effective the 29th day of February 2004.

Warner Communications Inc.

By: Douglas S. Phillips
Name: Douglas S. Phillips
Title: Vice President

Elektra Entertainment Group Inc.

By: Paul Robinson
Name: Paul Robinson
Title: Vice President

Nonesuch Records Inc.

By: _____
Name:
Title:

IN WITNESS WHEREOF, this Assignment is effective the 29th day of February 2004.

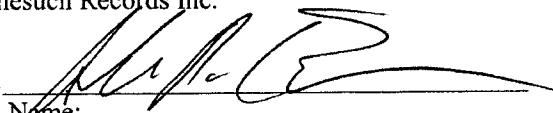
Warner Communications, Inc.

By: _____
Name:
Title:

Elektra Entertainment Group Inc.

By: _____
Name:
Title:

Nonesuch Records Inc.

By:  _____
Name:
Title:

State of New York }
County of New York }

On February 26, 2004, before me, Emilie Crea, personally appeared Douglas S. Phillips, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Emilie Crea (Seal)

EMILIE CREA
Notary Public, State of New York
No. 01CR-4805518
Qualified in Nassau County
Certificate on File in New York County
Commission Expires April 30, 2006

State of New York }
County of New York }

On February 26, 2004 before me, Emilie Crea, personally appeared Paul Robinson, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature Emilie Crea (Seal)

EMILIE CREA
Notary Public, State of New York
No. 01CR-4805518
Qualified in Nassau County
Certificate on File in New York County
Commission Expires April 30, 2006

State of _____ }
County of _____ }

On _____ before me, _____,
personally _____ appeared
_____ personally
known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Signature _____ (Seal)

EXHIBIT A

Country	Trademark Name:	Class	Application No.	Registration No.
United States	ELEKTRA/NONESUCH LOGO	9	692676	1492989