

12-24-2003

Form PTO-1594

(Rev. 03/01)

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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):
EMI Group Canada Inc.

Individual(s) Association
 General partnership Limited Partnership
 Corporation Canada
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: HMV (IP) Limited
Internal Address: _____
Address: _____

Street Address: Shelley House, 2-4 York Road
City: Maidenhead Country: United Kingdom ZIP: SL6 1SR

Individual(s) citizenship _____
 Association _____
 General partnership _____
 Limited Partnership _____
 Corporation-Country England and Wales
 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 _____

Effective Date November 10, 2003

4. Application number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
1566470; 1605067; 1610832

Additional number(s) attached Yes No

6. Total number of applications and registrations involved:..... 3

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

Name: Jay K. Meadway, Esquire
Internal Address: Ballard Spahr Andrews & Ingersoll, LLP
Street Address: 1735 Market Street, 51st Floor
City: Philadelphia State: PA Zip: 19103-7599

7. Total Fee (37 CFR 3.41) \$ 90.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
02-0755

(Attach duplicate copy of this page if paying by deposit account)

12/23/2003 EIDOPER 00000321 020755 1566470
40.00 DA
50.00 DA

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.

Jay K. Meadway Jay Meadway November 20, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 8

PHI_A #1819972 v1

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

TRADEMARK
REEL: 002884 FRAME: 0892

ASSIGNMENT OF TRADEMARKS

WHEREAS, EMI Group Canada Inc., a Canadian corporation having an address of 3109 American Drive, Mississauga, Ontario, Canada, has used and is using in its business the following trademarks set forth in Schedule A attached hereto ("the Marks");

WHEREAS, HMV (IP) Limited, a company incorporated and existing under the laws of England and Wales having an address of Shelley House, 2-4 York Road, Maidenhead SL6 1SR, U.K., is desirous of acquiring all right, title and interest in and to the said Marks including the goodwill associated with the Marks in the U.S., but no other goodwill is hereby transferred, and the registrations thereof as set forth in Schedule A;

WHEREAS, it is desired that the assignment of said Marks and registrations be made of record in the United States Patent and Trademark Office.

NOW THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, and intending to be legally bound hereby, said EMI Group Canada Inc. hereby assigns to said HMV (IP) Limited all rights, title and interest in and to the said Marks, together with the goodwill associated with the Marks in the U.S., but no other goodwill is hereby transferred, and the registrations thereof as set forth in Schedule A, and all rights to damages and profits, due or accrued, arising out of past infringements of said Marks, and the right to sue for and recover the same.

EMI Group Canada Inc.

By: *C. J. [Signature]*
Title: ATTORNEY
Dated: 10/11/03

SCHEDULE A

Registration No.

Mark

1,566,470

HMV

1,605,067

HMV & Design

1,610,832

HMV & Design

I HEREBY CERTIFY THAT THIS CORRESPONDENCE IS BEING DEPOSITED WITH THE UNITED STATES POSTAL SERVICE AS FIRST CLASS MAIL IN AN ENVELOPE ADDRESS TO THE COMMISSIONER FOR TRADEMARKS, 2900 CRYSTAL DRIVE, ARLINGTON, VA 22202-3513 ON THE DATE INDICATED BELOW

BY: Debra Fairbanks
DATE: August 5, 2003

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re : Trademark Registrations :
: of HMV (IP) Limited. :
: :
Reg. No. : 1,566,470 :
: :
Filed : April 5, 1988 :
: :
Mark : HMV : Attorney Docket No. 081697

REVOCATION OF ATTORNEY AND APPOINTMENT OF DOMESTIC REPRESENTATIVE

The undersigned, being the owner by assignment of the above-identified trademark registration and the registrations identified on the attached Schedule A, hereby revokes all former Powers of Attorney with respect to these registrations. A copy of this Revocation of Attorney and Appointment of Domestic Representative can be filed with the recordal of the assignment documents and in the file of each registration.

The applicant appoints the firm of Ballard Spahr Andrews & Ingersoll, LLP, as its domestic representative, upon whom notices or process in proceedings affecting the marks may be served.

Please recognize Roberta Jacobs-Meadway, a member of the bar of Pennsylvania; Jay K. Meadway, a member of the bar of Pennsylvania; Jamie B. Bischoff, a member of the bar of Pennsylvania; and Richard E. Peirce, a member of the bar of Pennsylvania, with offices at 1735 Market Street, 51st Floor, Philadelphia, PA 19103-7599 (Telephone 215-665-8500), as our

attorneys, with full power of substitution and revocation, to transact all business in connection therewith.

HMV (IP) Limited

Date: 19/7/2003

By:  X
Name: A GILES
Title: DIRECTOR

SCHEDULE A

Registration No.

Mark

1,566,470

HMV

1,605,067

HMV & Design

1,610,832

HMV & Design

2,291,753

HATCHARDS