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02-26-2004

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02-26-2004



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

To the Honorable Commissioner of Patents and Trademarks

102678011

original documents or copy thereof.

1. Name of conveying party(ies):

SOS RECORDS, INC.

- Individual(s)
- General Partnership
- Corporation-State
- Other Canadian Corporation
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 08/28/2003

2. Name and address of receiving party(ies)

Name: UNIDISC MUSIC INC.

Internal Address:

Address:

Street Address: 57-b Hymus Bd.

City: Pointe Claire Quebec State: Zip: Canada H9R 4T2

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State
- Other Canadian Corporation

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

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2027112

Additional number(s) attached Yes No

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

Name: TOBIAS PIENIEK, PC

Internal Address:

Street Address: 515 Madison Avenue - 40th Fl.

City: New York State: NY Zip: 10022

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.

Tobias Pieniek

Name of Person Signing

Signature

02/09/04

Date

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

5

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

02/25/2004 LMUELLER 00000095 2027112

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40.00 OP

TRADEMARK
REEL: 002918 FRAME: 0216

Trademark Assignment

WHEREAS, SOS RECORDS, INC.. doing business at (Need Address) has adopted, used and is using various trademarks and tradenames, together with all the good will of the businesses symbolized thereby and associated therewith (collectively, "Trademarks"), which are registered in the United States of America Patent and Trademark Office, and their respective registration numbers (all as set forth in the Schedule attached hereto and made part hereof) , of which it is the owner; and,

WHEREAS, UNIDISC MUSIC INC., doing business at 57-b Hymus Boulevard, Pointe Claire, Québec, Canada H9R 4T2 is desirous of acquiring the Trademarks and the registrations thereof and the good will of the business symbolized by the Trademarks.

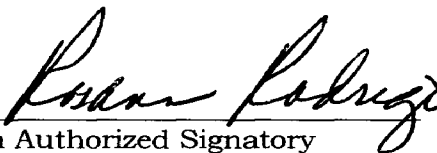
NOW, THEREFORE, for good and valuable consideration, receipt and sufficiency of which is hereby acknowledged, SOS RECORDS, INC. does hereby sell, assign and transfer, unto UNIDISC MUSIC INC. all right, title and interest in and to said Trademarks, including (1) all the good will of the businesses symbolized by and associated with the Trademarks; (2) all income, royalties and damages hereafter otherwise due or payable to SOS RECORDS, INC. with respect to the Trademarks, including, without limitation, damages and payments for past or future infringements and misappropriations of the Trademarks; and, (3) all rights to sue for past, present and future infringements or misappropriations of the Trademarks.

The parties acknowledge that it is their wish that this Agreement and all documents attached or relating hereto, including any amendments, modifications, extensions, options and notices, have been and shall be drawn up in the English language only.

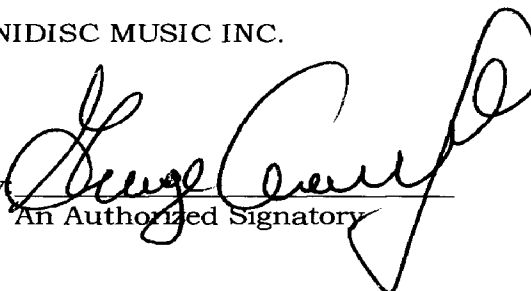
Les parties à la présente convention confirment que c'est leur volonté que cette convention, de même que tous les documents s'y rattachant, y incluant les amendments et les avis, soient rédigés en langue anglaise seulement.

IN WITNESS WHEREOF, Seller has executed this instrument by a duly authorized corporate officer as of August 28, 2003.

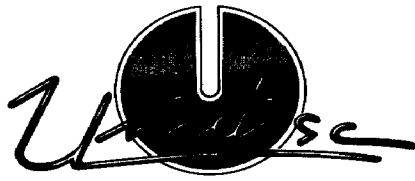
SOS RECORDS, INC.

By: 
An Authorized Signatory

UNIDISC MUSIC INC.

By: 
An Authorized Signatory

<u>Trademarks</u>	<u>Owner</u>	<u>Registration Date & Number</u>	<u>Serial Number</u>
20 FINGERS	SOS Records Inc	December 31, 1996, #2027112	75053423



UNIDISC MUSIC INC.

57-B HYMUS BOULEVARD

POINTE-CLAIRE, QUÉBEC, CANADA

H9R 4T2

TÉL.: (514) 697-6000

FAX: (514) 697-6864

POWER OF ATTORNEY

Unidisc Music Inc., a Canadian corporation, hereby appoints TOBIAS PIENIEK, the president of Tobias Pieniek, P.C., 515 Madison Avenue, 40th Floor, New York, New York 10022 (telephone: (212) 339-8930 and fax: (212) 339-8927) to prosecute this recordation of assignment, and to transact all business in the Patent and Trademark Office in connection therewith, and to receive the Certificate of Assignment.

Kindly conduct all correspondence with Tobias Pieniek, P.C. at its above address.

Unidisc Music Inc.

By: 
George Cuccuzzella, its President

Dated: January 8, 2004