

ASSIGNMENT

WHEREAS, CHRYSALIS RECORDS LIMITED, a limited liability company organized and existing under the laws of England located at 43 Brook Green, London W6 7EF, United Kingdom ("**Assignor**"), is the owner of the following trademarks now registered in the United States Patent and Trademark Office (hereinafter, the "**Trademarks**");

TRADEMARK	REGISTRATION NO.
COOLTEMPO	1,939,899
COOLTEMPO "C" DEVICE	1,939,900

and WHEREAS, EMI (IP) LIMITED, a corporation organized and existing under the laws of England and Wales located and doing business at 27 Wrights Lane, London W8 5SW, United Kingdom ("**Assignee**"), is desirous of acquiring said Trademarks with that part of the goodwill of the business connected with the use of and symbolized by the Trademarks; and

WHEREAS, to the best of the Assignor's knowledge no proceedings to cancel the registrations of said Trademarks are pending and no other party makes a claim of ownership to these Trademarks.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to said Trademarks and the above-named registrations therefor, together with that part of the goodwill of the business connected with the use of and symbolized by said Trademarks, and with all claims that could be asserted by Assignor arising out of or relating to the use or ownership of said Trademarks.

CHRYSALIS RECORDS LIMITED

By: 

Name: JULIAN FRENCH

Title: DIRECTOR

Date of Signature: 11/7/04 TRADEMARK

REEL: 002928 FRAME: 0770

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

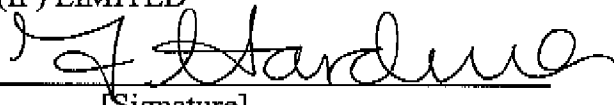
Registration No. 1,939,899
Mark: COOLTEMPO
Registration Date: December 5, 1995
Our Ref: EMIP - 0308707

Assistant Commissioner for Trademarks
2900 Crystal Drive
Arlington, Virginia 22202-3514

APPOINTMENT OF DOMESTIC REPRESENTATIVE

EMI (IP) Limited, a corporation organized and existing under the laws of England and Wales, located at 27 Wrights Lane, London W8 5SW, United Kingdom, the owner of the above registration, hereby appoints the law firm of Fross Zelnick Lehrman & Zissu, P.C. of 866 United Nations Plaza, New York, New York 10017 (Tel: 212-813-5900), its attorneys and representatives upon whom notices or process in proceedings affecting the above-identified mark may be served.

EMI (IP) LIMITED

By: 
[Signature]

Name: FRANCES HARDING
[Printed or typed]

Title: DIRECTOR

Date: 15 JULY 2004

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registration No. 1,939,900
Mark: COOLTEMPO "C" DEVICE
Registration Date: December 5, 1995
Our Ref: EMIP - 0308707

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EMI (IP) LIMITED

By: 
[Signature]

Name: FRANCES HARDING
[Printed or typed]

Title: DIRECTOR

Date: 15 JULY 2004

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