TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Trademarks

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
GENERAL ELECTRIC CAPITAL CORPORATION, as Collateral Agent		04/15/2005	CORPORATION:

RECEIVING PARTY DATA

Name:	Muzak Holdings LLC
Street Address:	3318 Lakemont Boulevard
City:	Fort Mill
State/Country:	SOUTH CAROLINA
Postal Code:	29708
Entity Type:	Limited Liability Company: DELAWARE

Name:	Muzak LLC
Street Address:	3318 Lakemont Boulevard
City:	Fort Mill
State/Country:	SOUTH CAROLINA
Postal Code:	29708
Entity Type:	Limited Liability Company: DELAWARE

CH $740.00 1507899

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	1507899	ADCASTER
Registration Number:	1802376	COUNTRY CURRENTS
Registration Number:	2403095	DRIVE-THRU EXPRESS
Registration Number:	1814119	ENVIRONMENTAL MUSIC BY MUZAK
Registration Number:	1844796	EXPRESSIONS
Registration Number:	1667017	FM ONE
Registration Number:	1617101	FM-1

Registration Number:	1456883	FOREGROUND MUSIC ONE
Registration Number:	1858826	HEALTH ON HOLD
Registration Number:	1647726	HITLINE
Registration Number:	1374250	INPHONET
Registration Number:	1801181	JUKEBOX GOLD
Registration Number:	1650387	MARKETING ON HOLD
Registration Number:	2215550	MUSICSERVER
Registration Number:	323327	MUZAK
Registration Number:	393293	MUZAK
Registration Number:	973643	MUZAK
Registration Number:	599782	MUZAK
Registration Number:	2432717	MUZAK
Registration Number:	2290580	MUZAK HEART & SOUL FOUNDATION
Registration Number:	1848420	ON-HOLD AMERICA
Registration Number:	1853798	PLEASE HOLD PROMOTIONS
Registration Number:	1417717	SOUND BUSINESS SOLUTIONS
Registration Number:	1418700	STIMULUS PROGRESSION
Registration Number:	1248832	TONES
Registration Number:	2380584	YOUR CALLERS ARE LISTENING, EVERY SECOND COUNTS!
Registration Number:	2318795	YOUR CALLERS ARE LISTENING, EVERY SECOND COUNTS!
Serial Number:	78300297	M
Registration Number:	1553505	YESCO

CORRESPONDENCE DATA

Fax Number: (202)728-0744

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 2027216405

Email: christine.wilson@t-t.com

Correspondent Name: Thomson & Thomson

Address Line 1: 1750 K Street, NW

Address Line 2: Suite 200

Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

NAME OF SUBMITTER:	CHRISTINE WILSON
Signature:	/CHRISTINE WILSON/
Date:	05/24/2005

Total Attachments: 3
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RELEASE OF SECURITY INTEREST IN TRADEMARKS

THIS RELEASE OF SECURITY INTERESTS IN TRADEMARKS (this "Release") is made as of April 15, 2005 ("Effective Date") by and between Muzak Holdings LLC, Muzak LLC and certain of its subsidiaries (collectively, "Grantor"), and General Electric Capital Corporation ("Grantee").

WHEREAS, pursuant to the terms and conditions of that certain Amended and Restated Guarantee and Collateral Agreement, dated as of May 10, 2004, as amended and modified by and between Grantor and Grantee (the "Amended and Restated Guarantee and Collateral Agreement"), Grantor pledged, assigned and granted to Grantee a continuing first priority security interest in and lien on and right of set-off against all of its right, title and interest in and to its Trademarks (as defined in the Amended and Restated Guarantee and Collateral Agreement), including without limitation the trademark registrations and applications set forth on Schedules A hereto (collectively, the "Trademarks") together with the goodwill associated therewith;

WHEREAS, the Amended and Restated Guarantee and Collateral Agreement and subsequent filings in respect thereof were recorded with the United States Patent and Trademark Office ("PTO") at Reel 2993 / Frame 0001 on May 25, 2004;

AND WHEREAS, Grantor has paid all of its outstanding indebtedness to Grantee.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantee hereby terminates, cancels, re-pledges, reassigns to the Grantor and releases any and all security interests it has against the Trademarks.

If and to the extent Grantee has acquired any right, title or interest to any of the Trademarks, it hereby assigns and transfers such rights, title or interest to Grantor.

Grantee shall take all further actions, and provide to Grantor and each of its successors, assigns or other legal representatives, all such cooperation and assistance (including, without limitation, the execution and delivery of any and all documents or other instruments), requested by Grantor to more fully and effectively effectuate the purposes of this Release.

IN WITNESS WHEREOF, Grantee has caused this Release to be executed by its duly authorized representative as of the Effective Date.

GENERAL ELECTRIC CAPITAL CORPORATION, as Collateral Agent

By: _____
Name: Jason A. Soto
Title: SVP, RMC

STATE OF Connecticut)
) ss.:
COUNTY OF Fairfield)

On this 16 day of May, there appeared before me Jason A. Soto, personally known to me, who acknowledged that she signed the foregoing Release as her voluntary act and deed on behalf and with full authority of Senior Vice President

_____
Notary Public

IRENE L. McGEACHY
NOTARY PUBLIC
MY COMMISSION EXPIRES 2/28/2010

TRADEMARK
REEL: 003090 FRAME: 0415

SCHEDULE A

A. U.S. Trademark Registrations:

Mark	Registration Number
ADCASTER	1,507,899
COUNTRY CURRENTS	1,802,376
DRIVE-THRU EXPRESS	2,403,095
ENVIRONMENTAL MUSIC BY MUZAK	1,814,119
EXPRESSIONS	1,844,796
FM ONE	1,667,017
FM-1	1,617,101
FOREGROUND MUSIC ONE	1,456,883
HEALTH ON HOLD	1,858,826
HITLINE	1,647,726
INPHONET	1,374,250
JUKEBOX GOLD	1,801,181
MARKETING ON HOLD	1,650,387
MUSICSERVER	2,215,550
MUZAK	323,327
MUZAK	393,293
MUZAK	973,643
MUZAK (STYLIZED)	599,782
MUZAK AND M LOGO DESIGN	2,432,717
MUZAK HEART & SOUL FOUNDATION	2,290,580
ON-HOLD AMERICA	1,848,420
PLEASE HOLD PROMOTIONS	1,853,798
SOUND BUSINESS SOLUTIONS	1,417,717
STIMULUS PROGRESSION	1,418,700
TONES	1,248,832
YESCO	1,533,505
YOUR CALLERS ARE LISTENING, EVERY SECOND COUNTS!	2,380,584
YOUR CALLERS ARE LISTENING, EVERY SECOND COUNTS!	2,318,795

B. U.S. Trademark Applications:

Mark	Application Number
M AND DESIGN	78-300297