



To the Honorable Commissioner of

102913672

attached original documents or copy thereof.

Name and address of receiving party(ies):

Name: TouchTunes Music Corporation
Internal Address: _____
Street Address: 1800 East Sahara
Suite 107
City: Las Vegas State NV ZIP 89104

1. Name of conveying party(ies):

National Bank of Canada

- Individuals
- General Partnership
- Corporate-State
- Other Bank
- Association
- Limited Partnership

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other Termination/Release of Security Interest
- Merger
- Change of Name

Execution Date: December 20, 2004

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

A. Trademark Application No(s)

None

12/30/2004 GTOW11 00000022 2239433

01 FC:8521 40.00 OP
02 FC:8522 75.00 OP

Additional numbers attached? Yes No

B. Trademark Registration No.(s)

1. 2,239,433 (4/13/99)
2. 2,350,643 (5/16/00)
3. 2,611,127 (8/27/02)
4. 2,753,360 (8/19/03)

Yes No

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

Name: Judy Radoccia

Internal Address: Edwards & Angell, LLP

Street Address: 101 Federal Street

City: Boston State MA ZIP 02110

6. Total number of applications and registrations involved

4

7. Total fee (37 CFR 3.41)..... \$115.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit Account Number:

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

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.

Judy Radoccia
Name of Person Signing

Judy Radoccia
Signature

December 29, 2004
Date

Total number of pages including cover sheet, attachments, and document 3

TERMINATION OF SECURITY INTEREST

Reference is made to that certain instrument evidencing a security interest in certain trademarks and related rights (the "Security Agreement") granted by TOUCHTUNES MUSIC CORPORATION (the "Grantor"), to NATIONAL BANK OF CANADA (the "Lender"), recorded with the United States Patent and Trademark Office on September 9, 2003, Reel 002819, Frame 0078. The Security Agreement relates to the following trademarks (the "Subject Trademarks") of the Grantor:

<u>Registered Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
TouchTunes Digital Jukebox (Word)	2,239,433	April 13, 1999
TouchTunes Digital Jukebox (Design)	2,350,643	May 16, 2000
TouchTunes (Word)	2,611,127	August 27, 2002
TouchTunes Music Corporation (Word)	2,753,360	August 19, 2003

As to the Subject Trademarks, the Lender hereby terminates, and acknowledges the termination of, the security interest evidenced by the Security Agreement and releases all right, title and interest (if any) of the Lender in and to the Subject Trademarks.

Executed as an instrument under seal as of the 20th day of December, 2004.

NATIONAL BANK OF CANADA

By: 

Name: ERIC ST-LOUIS

Title: SENIOR ACCOUNT MANAGER

TERMINATION OF SECURITY INTEREST

Reference is made to that certain instrument evidencing a security interest in certain trademarks and related rights (the "Security Agreement") granted by TOUCHTUNES MUSIC CORPORATION (the "Grantor"), to NATIONAL BANK OF CANADA (the "Lender"), recorded with the United States Patent and Trademark Office on September 9, 2003, Reel 002819, Frame 0078. The Security Agreement relates to the following trademarks (the "Subject Trademarks") of the Grantor:

<u>Registered Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
TouchTunes Digital Jukebox (Word)	2,239,433	April 13, 1999
TouchTunes Digital Jukebox (Design)	2,350,643	May 16, 2000
TouchTunes (Word)	2,611,127	August 27, 2002
TouchTunes Music Corporation (Word)	2,753,360	August 19, 2003

As to the Subject Trademarks, the Lender hereby terminates, and acknowledges the termination of, the security interest evidenced by the Security Agreement and releases all right, title and interest (if any) of the Lender in and to the Subject Trademarks.

Executed as an instrument under seal as of the 20th day of December, 2004.

NATIONAL BANK OF CANADA

By: 

Name: ERIC ST-LOUIS

Title: SENIOR ACCOUNT MANAGER