

02-15-2005

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

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U.S. 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.

MRO 2-15-04 2/15/05

1. Name of conveying party(ies): FIRST SOURCE FINANCIAL, LLP, AS AGENT

- Individual(s) Association General Partnership Limited Partnership Corporation-State Other limited liability partnership

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

3. Nature of conveyance:

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

Execution Date: 12/10/2004

2. Name and address of receiving party(ies)

Name: COMPENDIA MEDIA GROUP

Internal Address:

Street Address: 11415 Old Roswell Road

City: Alpharetta State: GA Zip: 30004

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

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

A. Trademark Application No.(s) See Release

B. Trademark Registration No.(s) See Release

Additional number(s) attached Yes No

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

Name: Loeb & Loeb LLP, attn: L. Harris

Internal Address:

Street Address: 345 Park Avenue

City: New York State: NY Zip: 10154

6. Total number of applications and registrations involved: 23

7. Total fee (37 CFR 3.41): \$ 590.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

20-0052

DO NOT USE THIS SPACE

9. Signature.

Insrid Arbuckle

Loukia Harris

Name of Person Signing

Signature

Signature

February 13, 2005

February 14, 2005

Date

Total number of pages including cover sheet, attachments, and document: 7

02/16/2005 JJALLAH2 00000002 200052 74474601 Documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

01 FC:0521 40.00 DA 02 FC:0522 550.00 DA

TRADEMARK REEL: 003119 FRAME: 0618

ADDITIONAL RECEIVING PARTIES:

ROYCE PUBLISHING, LLC
11415 Old Roswell Road
Alpharetta, GA 30004

LEXICON MUSIC, LLC
11415 Old Roswell Road
Alpharetta, GA 30004

JUSTMIKE MUSIC, LLC
11415 Old Roswell Road
Alpharetta, GA 30004

PEG PUBLISHING, LLC
11415 Old Roswell Road
Alpharetta, GA 30004

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01/26/2005 lh

TRADEMARK
REEL: 003119 FRAME: 0619

RELEASE OF SECURITY INTEREST

This RELEASE OF SECURITY INTEREST (this "Release") is made as of December 10, 2004, by and between Compendia Media Group ("Compendia"), Royce Publishing, LLC ("Royce"), Lexicon Music, LLC ("Lexicon"), JustMike Music, LLC ("JustMike") and Peg Publishing, LLC ("Peg" and together with Compendia, Royce, Lexicon and JustMike, the "Assignors"), and First Source Financial, LLP, as Agent ("Assignee").

RECITALS

A. Assignors are (or were) the owners of certain trademarks registered in the United States Patent and Trademark Office, including but not limited to those set forth below (the "Trademarks"):

Serial No.	Registration No.	Date Granted	Trademark
74474601	1888285*	04/11/95	Intersound Entertainment
74439291	1956751*	02/13/96	Nobody's Gonna Knock My Sox Off
74439265	1932514*	11/07/95	Light
74436634	1856632*	10/04/94	Counter Culture
74366042	1803152*	11/09/93	Intersound
74337179	1838585*	06/07/94	CGI
74337178	1814760*	01/04/94	River North
74297269	1793475*	09/21/93	After Hours
74294885	1783707*	07/20/93	Orchestra of the Americas
74283811	1776112*	06/08/93	Branson Entertainment
74275842	1858398*	10/18/94	Reflections
74236192	1811457*	12/14/93	First Choice
74217413	1790951*	08/31/93	Classical Heritage
73757822	1548067	07/18/89	Direct to Digital
73713330	1535955	04/18/89	America's Pops
73686132	1513405	11/22/98	Cinedisc
73662172	1472957	01/19/98	Musicmate
73653415	1465290	11/17/87	Pro Jazz
73644194	1457272	09/15/87	Maxiplay
73299611	1198554*	01/23/89	Pro-Arte
73109495	1102560*	09/19/78	Classics for Joy
73109277	1096575*	07/18/78	Quintessence
73108515	1075865	10/25/77	Q

B. Compendia is the successor in interest to Platinum Entertainment, Inc. ("Platinum"). Platinum, Royce, Lexicon, JustMike, Peg and Intersound entered into a security agreement, dated July 31, 1998, with Assignee, granting Assignee a security interest in and a lien upon the Trademarks.

C. An agreement granting Assignee such security interest and lien was recorded with the United States Patent and Trademark Office on September 22, 1998 at Reel 1795, Frame 0870.

D. The registrations marked with an asterisk have expired since agreement listed in Recital C above was recorded.

E. Assignee desires to release its security interest and lien.

NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

AGREEMENT

1. Assignee hereby releases all interests in and to the Trademarks.


2. This Release may be executed in one or more counterparts, each of which shall be deemed an original but all of which together shall constitute one and the same instrument.

(Remainder of page intentionally left blank. Signature page follows.)

IN WITNESS WHEREOF, the Parties have executed this Release on the date first written above.


ASSIGNORS:

COMPENDIA MEDIA GROUP

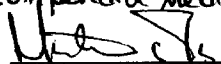
By: 
Name: MICHAEL OLSEN
Title: CEO

ASSIGNEE:


FIRST SOURCE FINANCIAL, LLP,
As Agent

By: 
Name: Mark Mikuta
Title: VP


ROYCE PUBLISHING, LLC

By: Compendia Media Group, Manager
By: 
Name: MICHAEL OLSEN
Title: CEO

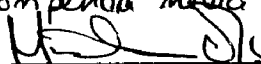
LEXICON MUSIC, LLC

By: Compendia Media Group, Manager
By: 
Name: MICHAEL OLSEN
Title: CEO

JUSTMIKE MUSIC, LLC

By: Compendia Media Group, Manager
By: 
Name: MICHAEL OLSEN
Title: CEO

PEG PUBLISHING, LLC

By: Compendia Media Group, Manager
By: 
Name: MICHAEL OLSEN
Title: CEO

STATE OF New York,
CITY/COUNTY OF New York, to-wit:

The foregoing instrument was acknowledged before me this 10th day of December, 2004, by Michael Olsen, CEO of Compendia Media Group, on its behalf.

Stanley T. Stairs
Notary Public

My Commission expires:

STANLEY T. STAIRS
Notary Public, State of New York
No.4941653
Qualified in New York County
Commission Expires Aug. 29, 2008

STATE OF New York,
CITY/COUNTY OF New York, to-wit:

The foregoing instrument was acknowledged before me this 10th day of December, 2004, by Compendia Media Group as Manager by Michael Olsen, CEO of Royce Publishing, LLC, on its behalf.

Stanley T. Stairs
Notary Public

My Commission expires:

STANLEY T. STAIRS
Notary Public, State of New York
No.4941653
Qualified in New York County
Commission Expires Aug. 29, 2008

STATE OF New York,
CITY/COUNTY OF New York, to-wit:

The foregoing instrument was acknowledged before me this 10th day of December, 2004, by Compendia Media Group as Manager by Michael Olsen, CEO of Lexicon Music, LLC, on its behalf.

Stanley T. Stairs
Notary Public

My Commission expires:

STANLEY T. STAIRS
Notary Public, State of New York
No.4941653
Qualified in New York County
Commission Expires Aug. 29, 2008

STATE OF New York,
CITY/COUNTY OF New York, to-wit:

The foregoing instrument was acknowledged before me this 10th day of December, 2004, by Compendia Media Group as Manager by Michael Olsen, CEO of JustMike Music, LLC, on its behalf.

Stanley T. Stairs
Notary Public

My Commission expires:

STANLEY T. STAIRS
Notary Public, State of New York
No.4941653
Qualified in New York County
Commission Expires Aug. 29, 2008

STATE OF New York,
CITY/COUNTY OF New York, to-wit:

The foregoing instrument was acknowledged before me this 10th day of December, 2004, by Compendia Media Group as Manager by Michael Olsen, CEO of Peg Publishing, LLC, on its behalf.

Stanley T. Stairs
Notary Public

My Commission expires:

STANLEY T. STAIRS
Notary Public, State of New York
No.4941653
Qualified in New York County
Commission Expires Aug. 29, 2008

STATE OF VIRGINIA,
CITY/COUNTY OF RICHMOND, to-wit:

The foregoing instrument was acknowledged before me this 9TH day of DECEMBER, 2004, by MARK MIKUTA, VICE PRESIDENT of First Source Financial, LLP, on its behalf.

Nancy M. Saturex
Notary Public

My Commission expires: 8/31/05