

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gibson Guitar Corp.

- Individual(s)
 - General Partnership
 - Corporation-State **Delaware**
 - Other _____
- 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: **August 18, 2005**

2. Name and address of receiving party(ies)

Name: **Bank of America, N.A., as Agent**

Internal Address: _____
Address: _____

Street Address: **300 Galleria Parkway, Ste 800**

City: **Atlanta** State: **GA** Zip: **30339**

- Individual(s) citizenship _____
- Association **National Banking 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 attached Exhibit A**

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: **Rhonda J. Birdwell Paralegal**

Internal Address: **Parker, Hudson, Rainer & Dobbs LLP**

Street Address: **1500 Marquis Two Tower
285 Peachtree Center Avenue, N.E.**

City: **Atlanta** State: **GA** Zip: **30303**

6. Total number of applications and registrations involved: _____

7

7. Total fee (37 CFR 3.41).....\$ **190.00**

- Enclosed
- Authorized to be charged to deposit account

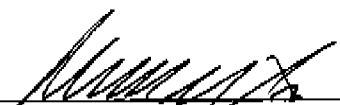
8. Deposit account number:

502831

DO NOT USE THIS SPACE

9. Signature.

Mitchell M. Purvis
Name of Person Signing


Signature

August 28, 2005
Date

7

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

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

CH \$190.00 502831 76609389

EXHIBIT A

U.S. TRADEMARKS

A. Registrations		
Trademark / Description	Registration Number	Registration Date
None.		
B. Applications		
Trademark / Description	Serial No.	Filing Date
Rock His World	76/609,989	August 31, 2004
The Home Digital Jukebox	76/610,100	September 1, 2004
Custom Direct	76/616,814	October 19, 2004
Musicshop	76/625,783	December 22, 2004
Victory	76/633,590	March 16, 2005
Masterbilt	76/636,841	April 22, 2005
Maestro	76/638,779	May 17, 2005

**NOTICE OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS**

United States Patent and Trademark Office
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231


Ladies and Gentlemen:

Please be advised that pursuant to various trademark security agreements between Gibson Guitar Corp., a Delaware corporation ("Borrower"), and Bank of America, N.A., a national banking association, in its capacity as collateral and administrative agent for certain lenders (the "Lenders") that are party from time to time to certain financing agreements with Borrower (Bank of America, in such capacity, together with its successors in such capacity, being hereinafter referred to as "Agent"), or Agent's predecessors in interest, Borrower granted to Agent, for its benefit and the benefit of the Lenders, a continuing security interest in and lien upon the trademark and services mark registrations and applications listed on Exhibit A attached hereto.

Borrower and Agent hereby acknowledge and agree that the security interest in the foregoing trademark and service mark registrations and applications may only be terminated in accordance with the terms of such trademark security agreements.

Very truly yours,

GIBSON GUITAR CORP.

By: 
Anthony Crudele,
Executive Vice President and Chief
Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: _____
Robert B.H. Moore
Senior Vice President

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By: _____
Anthony Crudele,
Executive Vice President and Chief
Financial Officer

Acknowledged and Accepted:

BANK OF AMERICA, N.A., as Agent

By: Robert B.H. Moore
Robert B.H. Moore
Senior Vice President

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