

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Guitar Center Stores, Inc.		10/19/2006	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Guitar Center, Inc.		
Street Address:	5795 Lindero Canyon Road		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 5			
Property Type	Number	Word Mark	
Registration Number:	1671712	AMERICAN MUSIC	
Registration Number:	1684766	AMERICAN MUSIC	
Registration Number:	1685628	AMERICAN MUSIC	
Registration Number:	1671713		
Registration Number:	2307875	DIGITAL REFERENCE	
CORRESPONDENCE DATA			
Fax Number:	(312)828-9635		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	mhays@agdglaw.com		
Correspondent Name:	Mary Vidal Hays		
Address Line 1:	330 N. Wabash, Ste. 3000		
Address Line 4:	Chicago, ILLINOIS 60611		
NAME OF SUBMITTER:	Mary Vidal Hays		
Signature:	/Mary Vidal Hays/		

OP \$140.00 1671712

Date:

10/23/2006

Total Attachments: 1

source=Assignment-Acceptance of Assignment-GCI#page1.tif

ASSIGNMENT

FOR VALUE RECEIVED, GUITAR CENTER STORES, INC. does hereby transfer, assign and convey to GUITAR CENTER, INC. all of its interest in Registered Trademark Nos. 1,671,712 (AMERICAN MUSIC), 1,684,766 (AMERICAN MUSIC), 1,685,628 (AMERICAN MUSIC), 1,671,713 (AMERICAN MUSIC [design]), and 2,307,875 (DIGITAL REFERENCE) (collectively referred to herein as the "Trademarks"), effective immediately.

GUITAR CENTER STORES, INC.

By: 
LELAND SMITH
Executive Vice President
Corporate Development

ACCEPTANCE OF ASSIGNMENT

The undersigned hereby accepts the assignment of the Trademarks as described herein.

Dated: October 19, 2006

GUITAR CENTER, INC.

By: 
LELAND SMITH
Executive Vice President
Corporate Development