

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Sweetwater Sound, Inc.

- Individual(s)
- General Partnership
- Corporation- State: Indiana
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) June 15, 2007

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: National Association of Music Merchants, Inc.

Internal Address: _____

Address: _____

Street Address: 5790 Armada Drive

City: Carlsbad

State: Indiana

Country: United States Zip: 92008

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship New York
- Other _____ Citizenship _____

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,070,596

1,862,894

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
WANNA PLAY?
WANNA PLAY?

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

Name: Mitchell P. Brook

Internal Address: Suite 200

Street Address: 11988 El Camino Real

City: San Diego

State: California Zip: 92130-2594

Phone Number: 858 720 6300

Fax Number: 858 720 6306

Email Address: _____

6. Total number of applications and registrations involved:

2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 200.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 502298
Authorized User Name Mitchell P. Brook

9. Signature:



Signature

July 17, 2007

Date

Mitchell P. Brook

Name of Person Signing

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

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$65.00 502298 2070596

ASSIGNMENT OF TRADEMARK RIGHTS

Sweetwater Sound, Inc. an Indiana corporation, having a business address at 5501 US Highway 30 West, Fort Wayne, Indiana 46818 ("Assignor"), is the owner of the marks identified in Exhibit A attached hereto and fully incorporated herein ("Trademarks"). Assignor desires to transfer and assign to National Association of Music Merchants, Inc. a New York corporation, having its principal address at 5790 Armada Drive, Carlsbad, California 92008 ("Assignee") all right, title and interest in and to the Trademark and to the federal trademark registration with the United States Patent and Trademark Office owned by Assignor as listed on Exhibit A ("Trademark Registrations").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby irrevocably assigns, transfers and conveys to Assignee all of Assignor's worldwide right, title and interest in and to the Trademarks the Trademark Registration (and all renewals and extensions thereof).

Assignor hereby irrevocably appoints Assignee as its attorney-in-fact coupled with an interest to act in Assignor's name, place and stead to execute, deliver and record any documents or instruments of assignment or otherwise required in any country in which the Trademark or Trademark Registration is pending or issued, or in which Assignee desires to seek protection for the Trademark or Trademark Registration. Assignor hereby represents and warrants that it has not previously assigned, transferred, pledged, liened or otherwise encumbered the Trademark or Trademark Registration or taken any other action which would conflict with this Assignment.

IN WITNESS WHEREOF, Assignor has executed this Assignment Of Trademark Rights effective as of June 15, 2007.

Sweetwater Sound, Inc.

By: 

Chuck Swach
Print Name

President
Title

EXHIBIT A**REGISTERED TRADEMARKS:**

Trademark	Registration No.	Registration Date
WANNA PLAY?	2,070,596	June 10, 1997
WANNA PLAY?	1,862,894	August 23, 1994

COMMON LAW TRADEMARKS:

WANNA PLAY?

WANNA PLAY?



Mike Lentine
Director of Information Technology
5501 US Hwy 30 W
Fort Wayne, IN 46818
(800) 222-4700
(260) 432-8176 x 1190
FAX (260) 436-4565
www.sweetwater.com
mike_lentine@sweetwater.com


Friday, June 15, 2007

Joe Lamond
President and CEO
NAMM, the International Music Products Association

Dear Joe,

Please be advised that Sweetwater did purchase all of the assets of Lentine's Music from GE Capital Corporation. The rights to the Wanna Play trademark were included in the purchase. I was the CEO and Vice President of Lentine's Music at the time of the purchase.

Sincerely,



Mike Lentine
260-432-8176 ext 1190