

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
Eric Denton		08/08/2007	INDIVIDUAL:
RECEIVING PARTY DATA			
Name:	Pro Music Group LLC		
Street Address:	11070 Valley View Street		
City:	Cypress		
State/Country:	CALIFORNIA		
Postal Code:	90630		
Entity Type:	LIMITED LIABILITY COMPANY: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2706633	GUITAR TRADER	
CORRESPONDENCE DATA			
Fax Number:	(949)752-0439		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	9497522522		
Email:	agrant@twlf.net		
Correspondent Name:	Allan Grant		
Address Line 1:	1301 Dove Street, Suite 450		
Address Line 4:	Newport Beach, CALIFORNIA 92660		
ATTORNEY DOCKET NUMBER:	2580.11		
NAME OF SUBMITTER:	Allan Grant		
Signature:	/Allan Grant/		
Date:	08/22/2007		

OP \$40.00 2706633

Total Attachments: 3

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ASSIGNMENT OF TRADEMARKS

THIS AGREEMENT entered into between Eric Denton an individual, DBA Guitar Trader, having its principal place of business at 7120 Clairemont Mesa Blvd., in San Diego, California (hereinafter referred to as "ASSIGNOR"), and Pro Music Group LLC, a California Corporation, having its principal place of business at 11070 Valley View Street, in Cypress, California (hereinafter referred to as "ASSIGNEE"). ASSIGNOR is the owner of the full and exclusive right, title and interest in, to said marks listed below as registered at the United States Patent and Trademark Office.

ASSIGNOR has adopted and is using the GUITAR TRADER design mark registered in the United States Patent and Trademark Office, Registration No. 2,706,633, Registration Date April 15, 2003, and ASSIGNEE desires to obtain all right, title, interest (including, but not limited to, all registration rights with respect to the GUITAR TRADER design mark) and all goodwill of the business symbolized by and associated with the GUITAR TRADER design mark.

HEREINAFTER, the GUITAR TRADER design mark shall be referred to as "SAID TRADEMARK".

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby sells, assigns, transfers and sets over to the ASSIGNEE all right, title, and interest in and to SAID TRADEMARK together with the goodwill of the business symbolized and associated with SAID TRADEMARK, all common law and statutory right, title, and interest in and to SAID TRADEMARK, all the rights in the application, registration, maintenance, renewal and protection thereof, and all the rights of recovery and legal action for past infringements and of opposition and/or cancellation proceeding for protection of SAID TRADEMARK.

ASSIGNOR hereby authorizes ASSIGNEE, to the fullest extent permitted by applicable law, to file in its own name applications for trademark and copyright registration in the U.S. and in foreign countries in connection with SAID TRADEMARK, and to secure in its own name the registrations granted thereon.

ASSIGNOR also hereby appoints ASSIGNEE to act as its agent to act in ASSIGNOR'S name and on ASSIGNOR'S behalf to take any action necessary to effect the transfer of SAID TRADEMARK to ASSIGNEE or prosecute or otherwise enforce any claims, rights, or benefits relating to SAID TRADEMARK.

ASSIGNOR hereby further authorizes the Commissioner of Patents and Trademarks of the United States, and any official of any other country empowered to issue trademarks, to record this Assignment, and to issue or transfer all right, title, and interest in and to SAID TRADEMARK to the ASSIGNEE as owner of the full and exclusive right, title and interest in and to SAID TRADEMARK, or otherwise as the ASSIGNEE may direct, in accordance with the terms of this Assignment.

ASSIGNOR hereby represents and warrants that ASSIGNOR has the full right to convey the entire right, title and interest herein assigned, that there are no rights or interests outstanding inconsistent with the rights and interests granted herein, and that ASSIGNOR will not execute any instrument or grant or transfer any rights or interests inconsistent with the rights and interests granted herein.

ASSIGNOR hereby covenants and agrees that ASSIGNOR will, upon request of the ASSIGNEE, communicate to the ASSIGNEE any facts known to ASSIGNOR relating to SAID TRADEMARK and the goodwill of the business symbolized thereby, and with which the mark is associated, and the history thereof, and at ASSIGNEE'S sole cost and expense testify in any legal proceeding, execute all lawful papers, and generally do all further acts which may be deemed necessary by the ASSIGNEE to obtain and enforce proper trademark protection for SAID TRADEMARK and the goodwill of the business symbolized thereby, and with which the mark is associated in all countries.

ASSIGNOR further covenants and agrees that upon request, it will sign all papers and make all rightful oaths and do all acts which ASSIGNEE may consider necessary in connection with SAID TRADEMARK and the assignment herein granted to ASSIGNEE.

IN TESTIMONY WHEREOF, I have executed this document on the date indicated below.

Date: 8/8/2007

ERIC DENTON, individually,
DBA, GUITAR TRADER

(By) *Eric Denton*
(Name) ERIC DENTON
(Title) Owner

STATE OF California
COUNTY OF Orange

On August 8, 2007 before me, Azucena Sanchez, Notary Public, personally appeared, Eric Denton personally known ~~to me~~ (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that ~~he~~ she executed the same in his her authorized capacity, and that by his her signature on the instrument the person or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Azucena Sanchez
SIGNATURE

