

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2003		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DIADEM MUSIC GROUP, INC.		12/01/2003	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	BENSON MUSIC GROUP, INC.		
Street Address:	741 Cool Springs Blvd.		
City:	Franklin		
State/Country:	TENNESSEE		
Postal Code:	37067		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2370937	DIADEM	
CORRESPONDENCE DATA			
Fax Number:	(212)813-5901		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	212-813-5900		
Email:	anicolescu@fzlj.com		
Correspondent Name:	LAWRENCE E. APOLZON		
Address Line 1:	FROSS ZELNICK LEHRMAN & ZISSU, P.C.		
Address Line 2:	866 UNITED NATIONS PLAZA		
Address Line 4:	NEW YORK, NEW YORK 10017		
ATTORNEY DOCKET NUMBER:	PROV 04/17673		
NAME OF SUBMITTER:	Lawrence E. Apolzon		
Signature:	/anca nicolescu/		

CH \$40.00 2370937

Date:

09/21/2007

Total Attachments: 3

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"DIADEM MUSIC GROUP, INC.", A DELAWARE CORPORATION,
WITH AND INTO "BENSON MUSIC GROUP, INC." UNDER THE NAME OF "BENSON MUSIC GROUP, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SEVENTEENTH DAY OF DECEMBER, A.D. 2003, AT 3:32 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003.

2455451 0100M

071030293



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6010875

DATE: 09-19-07

TRADEMARK
REEL: 003626 FRAME: 0277

CERTIFICATE OF OWNERSHIP AND MERGER

OF

DIADEM MUSIC GROUP, INC.
(a Delaware corporation)

INTO

BENSON MUSIC GROUP, INC.
(a Delaware corporation)

It is hereby certified that:

1. Benson Music Group, Inc., (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of the stock of Diadem Music Group, Inc., which is also a business corporation of the State of Delaware.
3. On December 1, 2003, the board of directors of the Corporation adopted the following resolutions to merge Diadem Music Group, Inc. into the Corporation:

RESOLVED, that the Corporation's wholly-owned subsidiary Diadem Music Group, Inc. ("Diadem") be merged into the Corporation, and that all of the estate, property, rights, privileges, powers and franchises of Diadem be vested in and held and enjoyed by the Corporation fully and entirely and without change or diminution as the same were before held and enjoyed by Diadem in its name;

RESOLVED FURTHER, that this Corporation shall assume all of the liabilities and obligations of Diadem;

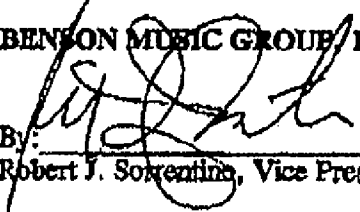
RESOLVED FURTHER, that the Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction; and

RESOLVED FURTHER, that the effective time of the

Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for, shall become effective shall be December 31, 2003.

Executed on December 1, 2003

BENSON MUSIC GROUPE INC.

By: 
Robert J. Sorrentino, Vice President, Taxes