

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|----------------------------------|--|----------------|---------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | CHANGE OF NAME | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| BEMUSIC, INC. | | 03/07/2007 | CORPORATION: PENNSYLVANIA |
| RECEIVING PARTY DATA | | | |
| Name: | BMG DIRECT, INC. | | |
| Street Address: | 1560 Broadway | | |
| Internal Address: | 24th Floor | | |
| City: | New York | | |
| State/Country: | NEW YORK | | |
| Postal Code: | 10036 | | |
| Entity Type: | CORPORATION: PENNSYLVANIA | | |
| PROPERTY NUMBERS Total: 1 | | | |
| Property Type | Number | Word Mark | |
| Registration Number: | 2543790 | MYPLAY | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (404)881-7777 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 404-881-7000 | | |
| Email: | andrea.bounds@alston.com | | |
| Correspondent Name: | Laura Kees | | |
| Address Line 1: | 1201 West Peachtree Street | | |
| Address Line 4: | Atlanta, GEORGIA 30309-3424 | | |
| ATTORNEY DOCKET NUMBER: | 104037/223608 | | |
| NAME OF SUBMITTER: | Laura Kees | | |
| Signature: | /Laura Kees/ | | |
| Date: | 10/01/2007 | | |

OP \$40.00 2543790

Total Attachments: 3
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2004041-428

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Articles of Amendment-Domestic Corporation
(15 Pa.C.S.)

Entity Number

2634057

Business Corporation (§ 1915)
 Nonprofit Corporation (§ 5915)

| | | |
|---------|-------|----------|
| Name | | |
| Address | | |
| City | State | Zip Code |

Document will be returned to the name and address you enter to the left.



Fee: \$70

Filed in the Department of State on APR 30 2004

[Signature]
Secretary of the Commonwealth

In compliance with the requirements of the applicable provisions (relating to articles of amendment), the undersigned, desiring to amend its articles, hereby states that:

1. The name of the corporation is:
BEMUSIC, INC.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Number and Street City State Zip County

(b) Name of Commercial Registered Office Provider County
c/o Corporation Service Company Dauphin

3. The statute by or under which it was incorporated: Business Corporation Law of 1933

4. The date of its incorporation: April 25, 1995

5. Check, and if appropriate complete, one of the following:

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: _____ at _____
Date Hour

DSCB:15-1915/5915-2

6. Check one of the following:

The amendment was adopted by the shareholders or members pursuant to 15 Pa.C.S. § 1914(a) and (b) or § 5914(a).

The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. § 1914(c) or § 5914(b).

7. Check, and if appropriate, complete one of the following:

The amendment adopted by the corporation, set forth in full, is as follows

The name of the corporation is BMG DIRECT, INC.

The amendment adopted by the corporation is set forth in full in Exhibit A attached hereto and made a part hereof.

8. Check if the amendment restates the Articles:

The restated Articles of Incorporation supersede the original articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this

15th day of April

2004

BMG DIRECT, INC.

Name of Corporation

Jacqueline Chasey

Signature

ASSISTANT SECRETARY

Title

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF STATE

March 07, 2007

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

BMG DIRECT, INC.

I, Pedro A. Cortés, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment

which appear of record in this department



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Pedro A. Cortés

Secretary of the Commonwealth

pgibbs