

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
MSI Music Corp.		09/04/2007	CORPORATION: FLORIDA
RECEIVING PARTY DATA			
Name:	C D Listening Bar, Inc.		
Doing Business As:	dba Super D		
Street Address:	17822 A Gillette		
City:	Irvine		
State/Country:	CALIFORNIA		
Postal Code:	92614		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	2429154	MSI	
Registration Number:	2442262	MSI MUSIC	
Registration Number:	2450709	MSI MUSIC	
Registration Number:	2882559	OUTROSPECTIVE RECORDS	
CORRESPONDENCE DATA			
Fax Number:	(650)213-0260		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	650-812-1300		
Email:	patrademarks@manatt.com		
Correspondent Name:	Manatt, Phelps & Phillips, LLP		
Address Line 1:	1001 Page Mill Road, Bldg. 2		
Address Line 4:	Palo Alto, CALIFORNIA 94304		
ATTORNEY DOCKET NUMBER:	40034-030 CD LISTENING BA		
NAME OF SUBMITTER:	Mary L. Figone		

CH \$115.00 2429154

Signature:	/Mary L. Figone/
Date:	10/11/2007
Total Attachments: 2 source=MSI Muisic Assignment to CD Listening Bar#page1.tif source=MSI Muisic Assignment to CD Listening Bar#page2.tif	

**ASSIGNMENT OF TRADEMARKS AND THE
UNITED STATES REGISTRATIONS THEREOF**

This assignment is made by and between MSI Music Corp., a Florida corporation, having a principal place of business at 14620 N.W. 60th Avenue, Miami Lakes, Florida 33014 (hereinafter "Assignor"), and C D Listening Bar, Inc., a California corporation d/b/a Super D, having its principal place of business at 17822 A Gillette, Irvine, California 92614 (hereinafter "Assignee").

WHEREAS, Assignor adopted and uses, and thereby, owns all rights, title and interest in and to the following trademarks for use in connection wholesale distribution services featuring music products and the United States Registrations thereof identified below (hereinafter the "Marks" and "Registrations", respectively), along with the goodwill of the business appurtenant to said Marks:

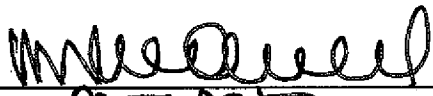
<u>Trademark</u>	<u>Registration No.</u>	<u>Registration Date</u>	<u>Class</u>
MSI	2,429,154	February 10, 2001	35
MSI MUSIC	2,442,262	April 10, 2001	35
MSI MUSIC	2,450,709	May 15, 2001	35
OUTROSPECTIVE RECORDS	2,882,559	September 7, 2004	41

WHEREAS, Assignee desires to obtain all right, title, and interest in the Marks and the Registrations, including the goodwill associated with the Marks and any and all claims, demands, and causes of action for infringement, of the Marks, past, present, and future, and all of the proceeds from the foregoing.

NOW, THEREFORE in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby assigns to Assignee all right, title and interest in and to the Marks and the Registrations, together with the goodwill of the business symbolized by the Marks and any and all claims, demands, and causes of action for infringement, of the Marks, past, present, and future, and all of the proceeds from the foregoing.

Signed at Miami, Florida, this 4 day of September 2007.

MSI MUSIC CORP.

By: 
Its: PRESIDENT

State of Florida }
 ss:
County of Miami-Dade }

On this ___ day of September 2007, before me Stephen P. Johnson, a Notary Public, personally appeared Ben Colonowos,

- 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 executed the same in his authorized capacity and that by his signature on the instrument the entity upon behalf of which the person acted, executed the instrument. WITNESS my hand and official seal.

Stephen P. Johnson
Notary Public

