

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

85283-2

2

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):

SESAC, INC.

- Individual(s)
- General Partnership
- Corporation- State: NY
- Other

Citizenship (see guidelines)

Additional names of conveying parties attached?  Yes  No

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

Execution Date(s) September 10, 2008

- 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: SESAC LLC

Internal

Address:

Street Address: 152 West 57<sup>th</sup> ST.

City: New York

State: NY

Country: USA Zip: 10019

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship
- Other Limited Liability Company Citizenship Delaware

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)

Additional sheet(s) attached?  Yes  No

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

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

Name: Laura Konrath

Internal Address: Winston & Strawn LLP

Street Address: 35 W. Wacker Dr.

City: Chicago

State: IL Zip: 60601

Phone Number: 312-558-6352

Fax Number: 312-558-5700

Email Address: lkonrath@winston.com

6. Total number of applications and registrations involved:

34

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 865

- 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 232428

Authorized User Name Laura Konrath

9. Signature:

Signature

Laura Konrath

Name of Person Signing

9/25/08  
Date

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

Documents to be recorded (including cover sheet) should be faxed to (671) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$865.00 232428 77218918

Continuation  
Item 4

**SCHEDULE OF MARKS**

| Mark                                     | Country      | Serial No./<br>Filing Date | Reg. No./<br>Reg. Date | Int.<br>Class | Owner       | Status  |
|--|--------------|----------------------------|------------------------|---------------|-------------|---------|
| SESAC                                    | U.S. Federal | 77218918<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| SESAC TV                                 | U.S. Federal | 77219579<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| Design Only                              | U.S. Federal | 77219513<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77219612<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77219609<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| Design Only                              | U.S. Federal | 77219538<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| Design Only                              | U.S. Federal | 77218943<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77218939<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| SESAC TV                                 | U.S. Federal | 77219558<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC                                    | U.S. Federal | 77219293<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| MR. LYRIC                                | U.S. Federal | 77218941<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| SESAC                                    | U.S. Federal | 77219484<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |

12

→

NY:1147655.10

| Mark        | Country      | Serial No./<br>Filing Date | Reg. No./<br>Reg. Date | Int.<br>Class | Owner       | Status  |
|-------------|--------------|----------------------------|------------------------|---------------|-------------|---------|
| MS. MELODY  | U.S. Federal | 77219560<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| SESAC TV    | U.S. Federal | 77219571<br>Jun. 29, 2007  |                        | 37            | Sesac, Inc. | Pending |
| MR. LYRIC   | U.S. Federal | 77219552<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| MS. MELODY  | U.S. Federal | 77219563<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| MR. LYRIC   | U.S. Federal | 77219554<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77219511<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC TV    | U.S. Federal | 77219598<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77219264<br>Jun. 29, 2007  |                        | 45            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77218945<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77219528<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| MS. MELODY  | U.S. Federal | 77219556<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC       | U.S. Federal | 77218925<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| MS. MELODY  | U.S. Federal | 77219546<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| MR. LYRIC   | U.S. Federal | 77219515<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |

28



NY:1147655.10

| Mark                                     | Country      | Serial No./<br>Filing Date | Reg. No./<br>Reg. Date      | Int.<br>Class | Owner                   | Status     |
|--|--------------|----------------------------|-----------------------------|---------------|-------------------------|------------|
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77219597<br>Jun. 29, 2007  |                             | 36            | Sesac, Inc.             | Pending    |
| Design Only                              | U.S. Federal | 77219535<br>Jun. 29, 2007  |                             | 42            | Sesac, Inc.             | Pending    |
| SESAC FOCUS                              | U.S. Federal | 76500831<br>Feb. 24, 2003  | 2862204<br>Jul. 13, 2004    | 16            | Sesac, Inc.             | Registered |
| SESAC LATINA                             | U.S. Federal | 76500830<br>Feb. 24, 2003  | 2898752<br>Nov. 2,<br>2004  | 35 36         | Sesac, Inc.             | Registered |
| E SESAC                                  | U.S. Federal | 76500828<br>Feb. 24, 2003  | 2930093<br>Mar. 8, 2005     | 35 36         | Sesac, Inc.             | Registered |
| SESAC LATINA                             | U.S. Federal | 76500829<br>Feb. 24, 2003  | 2888403<br>Sep. 28,<br>2004 | 35 36         | Sesac, Inc.             | Registered |
| E SESAC                                  | U.S. Federal | 76500827<br>Feb. 24, 2003  | 2829555<br>Apr. 6, 2004     | 35 36         | Sesac, Inc.             | Registered |
| SESAC & Design                           | U.S. Federal | 74373575<br>Mar. 26, 1993  | 1811069<br>Dec. 14,<br>1993 | 35            | [Sesac, LLC]<br><br>EVC | Registered |

34

NY:1147655.10

2

EXECUTION COPY

**ASSIGNMENT OF TRADEMARKS**

WHEREAS, SESAC, INC., a New York corporation, having its principal place of business at 55 Music Square East, Nashville, Tennessee 37203 (hereinafter referred to as "ASSIGNOR"), is the owner of certain trademarks/service marks and the record owner of certain United States trademark/service mark applications and registrations (hereinafter, the "MARKS"), including without limitation those set forth in the SCHEDULE OF MARKS annexed hereto and made a part hereof; and

WHEREAS, SESAC LLC, a Delaware limited liability company, having its principal place of business at 152 West 57<sup>th</sup> Street, New York, New York 10019 (hereinafter referred to as "ASSIGNEE"), is desirous of acquiring all of the rights, title and interest of ASSIGNOR in, to and under the MARKS, together with the goodwill of the business associated therewith, pursuant to the Sale and Contribution Agreement dated September 10, 2008.

NOW, THEREFORE, for good and valuable consideration paid by ASSIGNEE to ASSIGNOR, the sufficiency and receipt of which is hereby acknowledged, ASSIGNOR confirms the transfer and hereby transfers and assigns to ASSIGNEE the entire right, title and interest in and to the MARKS, including all right to the proceeds therefrom, together with the goodwill of the business associated with the MARKS and any United States registrations thereof; and

ASSIGNOR does also hereby assign, transfer and set over unto ASSIGNEE, its successors, legal representatives and permitted assigns all claims for damages by reason of past, present or future infringement of the MARKS, the right to sue for and collect the same for its own use and enjoyment and for the use and enjoyment of its successors, permitted assigns or other legal representatives; and

ASSIGNOR further agrees that is shall, upon request, execute additional lawful papers and generally do all other lawful acts reasonable and necessary to give effect to this instrument and shall provide reasonable cooperation and assistance in the prosecution or defense of any proceeds that may arise in connection with the rights hereby assigned; and

ASSIGNOR further authorizes the Commissioner of Patents and Trademarks of the United States, whose duty it is to record trademark registrations and title thereto, to record the MARKS and titles thereto as the property of the ASSIGNEE, its successors, legal representatives and assigns in accordance with the terms of this instrument.

[SIGNATURE PAGE FOLLOWS]

NY:1147655.10

**TRADEMARK**  
**REEL: 003860 FRAME: 0791**

IN WITNESS WHEREOF, ASSIGNOR has executed this instrument on this 10<sup>th</sup> day of September, 2008.

SESAC, INC.

By: *Stephen C. Suid*  
Name: Stephen C. Suid  
Title: Chairman

STATE OF NEW YORK        )  
  ) ss.:  
COUNTY OF NEW YORK    )

On the 10<sup>th</sup> day of September, 2008, before me personally came Stephen C. Suid, to me known, who being by me duly sworn, did depose and say that [he/~~she~~] holds the office of Chairman of SESAC INC., the assignor described in and which executed the foregoing instrument, and that [he/~~she~~] was duly authorized to execute this Assignment on behalf of said company.

*Prudence D'Belleville*  
Notary Public

**PRUDENCE D'BELLEVO**  
Notary Public, State of New York  
No. 31-4688082  
Qualified in Richmond County  
Certificate Filed in New York County  
Commission Expires May 31, 2011

**SCHEDULE OF MARKS**

| Mark                                     | Country      | Serial No./<br>Filing Date | Reg. No./<br>Reg. Date | Int.<br>Class | Owner       | Status  |
|--|--------------|----------------------------|------------------------|---------------|-------------|---------|
| SESAC                                    | U.S. Federal | 77218918<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| SESAC TV                                 | U.S. Federal | 77219579<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| Design Only                              | U.S. Federal | 77219513<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77219612<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77219609<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| Design Only                              | U.S. Federal | 77219538<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| Design Only                              | U.S. Federal | 77218943<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77218939<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| SESAC TV                                 | U.S. Federal | 77219558<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC                                    | U.S. Federal | 77219293<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| MR. LYRIC                                | U.S. Federal | 77218941<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| SESAC                                    | U.S. Federal | 77219484<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |

12

NY:1147655.10



| Mark        | Country      | Serial No./<br>Filing Date | Reg. No./<br>Reg. Date | Int.<br>Class | Owner       | Status  |
|-------------|--------------|----------------------------|------------------------|---------------|-------------|---------|
| MS. MELODY  | U.S. Federal | 77219560<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| SESAC TV    | U.S. Federal | 77219571<br>Jun. 29, 2007  |                        | 37            | Sesac, Inc. | Pending |
| MR. LYRIC   | U.S. Federal | 77219552<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| MS. MELODY  | U.S. Federal | 77219563<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| MR. LYRIC   | U.S. Federal | 77219554<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77219511<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC TV    | U.S. Federal | 77219598<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77219264<br>Jun. 29, 2007  |                        | 45            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77218945<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| Design Only | U.S. Federal | 77219528<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |
| MS. MELODY  | U.S. Federal | 77219556<br>Jun. 29, 2007  |                        | 41            | Sesac, Inc. | Pending |
| SESAC       | U.S. Federal | 77218925<br>Jun. 29, 2007  |                        | 36            | Sesac, Inc. | Pending |
| MS. MELODY  | U.S. Federal | 77219546<br>Jun. 29, 2007  |                        | 42            | Sesac, Inc. | Pending |
| MR. LYRIC   | U.S. Federal | 77219515<br>Jun. 29, 2007  |                        | 35            | Sesac, Inc. | Pending |

26



NY:1147655.10

TRADEMARK  
REEL: 003860 FRAME: 0794



| Mark                                     | Country      | Serial No./<br>Filing Date | Reg. No./<br>Reg. Date      | Int.<br>Class | Owner                   | Status     |
|--|--------------|----------------------------|-----------------------------|---------------|-------------------------|------------|
| SESAC<br>ADVANTAGE<br>TRACKING<br>SYSTEM | U.S. Federal | 77219597<br>Jun. 29, 2007  |                             | 36            | Sesac, Inc.             | Pending    |
| Design Only                              | U.S. Federal | 77219535<br>Jun. 29, 2007  |                             | 42            | Sesac, Inc.             | Pending    |
| SESAC FOCUS                              | U.S. Federal | 76500831<br>Feb. 24, 2003  | 2862204<br>Jul. 13, 2004    | 16            | Sesac, Inc.             | Registered |
| SESAC LATINA                             | U.S. Federal | 76500830<br>Feb. 24, 2003  | 2898752<br>Nov. 2,<br>2004  | 35 36         | Sesac, Inc.             | Registered |
| E SESAC                                  | U.S. Federal | 76500828<br>Feb. 24, 2003  | 2930093<br>Mar. 8, 2005     | 35 36         | Sesac, Inc.             | Registered |
| SESAC LATINA                             | U.S. Federal | 76500829<br>Feb. 24, 2003  | 2888403<br>Sep. 28,<br>2004 | 35 36         | Sesac, Inc.             | Registered |
| E SESAC                                  | U.S. Federal | 76500827<br>Feb. 24, 2003  | 2829555<br>Apr. 6, 2004     | 35 36         | Sesac, Inc.             | Registered |
| SESAC & Design                           | U.S. Federal | 74373575<br>Mar. 26, 1993  | 1811069<br>Dec. 14,<br>1993 | 35            | [Sesac, LLC]<br><br>INC | Registered |

34

NY:1147655.10