

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
ABN AMRO BANK N.V., CANADA BRANCH		10/09/2008	Canadian Branch of a Netherlands Bank:

**RECEIVING PARTY DATA**

Name:	THE TORONTO-DOMINION BANK
Street Address:	P.O. Box 1, Toronto-Dominion Centre
City:	Toronto
State/Country:	CANADA
Postal Code:	M5K 1A2
Entity Type:	Bank:

**PROPERTY NUMBERS Total: 7**

Property Type	Number	Word Mark
Registration Number:	2918589	MAMÁ GALLINA
Registration Number:	2872399	PARTY ON KARAOKE
Registration Number:	2809215	WORD & WORSHIP
Registration Number:	2738148	BREWED MOODS
Registration Number:	2633144	ROCK ON CHRISTIAN
Registration Number:	2537307	BABY STEPS
Registration Number:	2404592	A LIFETIME OF MUSIC FOR THE 21ST CENTURY

**CORRESPONDENCE DATA**

Fax Number: (416)865-7380  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 416.865.7500  
 Email: efan@torys.com  
 Correspondent Name: Torys LLP, Attention: Edward Fan  
 Address Line 1: P.O. Box 270, TD Centre

OP \$190.00 2918589

Address Line 2: 3000-79 Wellington Street West  
Address Line 4: Toronto, CANADA M5K 1N2

ATTORNEY DOCKET NUMBER: 00782-2212

DOMESTIC REPRESENTATIVE

Name:  
Address Line 1:  
Address Line 2:  
Address Line 3:  
Address Line 4:

NAME OF SUBMITTER: Edward Fan

Signature: /Edward Fan/

Date: 03/26/2009

Total Attachments: 6  
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TO: The Toronto-Dominion Bank

**ASSIGNMENT OF SECURITY INTEREST IN INTELLECTUAL PROPERTY**

WHEREAS, Madacy Entertainment LP ("Madacy") entered into a movable hypothec dated April 27, 2007 (the "Hypothec") given by Madacy in favour of LaSalle Business Credit, a division of ABN AMRO Bank N.V., Canada Branch ("ABN AMRO"). Pursuant to the Hypothec, Madacy granted ABN AMRO a security interest in, among other things, all of Madacy's intellectual property, including without limitation the trade-marks and trade-mark applications and the copyrights and copyright applications listed in Schedule "A" hereto (collectively, the "Intellectual Property") (the "IP Security Interest").

WHEREAS, ABN AMRO entered into an asset purchase agreement with The Toronto-Dominion Bank ("TD") dated October 3rd, 2008 (the "Purchase Agreement") by which ABN AMRO, among other things, agreed to assign its security interest and lien in certain property, including the Intellectual Property to TD;

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and in accordance with the terms of the Purchase Agreement, ABN AMRO assigns the IP Security Interest to TD.

Dated: October 9, 2008

ABN AMRO Bank N.V., Canada Branch

By:



Name: Lawrence J. Maloney

Title: Country Executive - Canada

I have the authority to bind the bank.

*Christiane Vachon*  
Christiane Vachon  
FVP, Corporate Affairs

**SCHEDULE A**

To: **The Registrar of Trade-marks**

**Canadian Trade-marks:**

<b>Trade-Marks</b>	<b>Registration date</b>	<b>Description</b>
<p><b>The Starline Orchestra and Singers (TMA809725)</b></p>	<p>March 13, 1998</p>	<p>Recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS. Production of recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS.</p>
<p><b>Starlite Orchestra (TMA491,357)</b></p>	<p>March 13, 1998</p>	<p>Recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS. Production of recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS.</p>
<p><b>Starlite Orchestra &amp; Chorus (TMA500,230)</b></p>	<p>September 8, 1998</p>	<p>Recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS. Production of recorded music in Audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS.</p>

Trade-Marks	Registration date	Description
<b>The Starlite Singers (TMA491,356)</b>	March 13, 1998	Recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS. Production of recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS.
<b>Rocky Mountain Singers &amp; Design (TMA4493,571)</b>	April 22, 1998	Recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS. Production of recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS.
<b>Starlite Piano (TMA492,674)</b>	April 8, 1998	Recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS. Production of recorded music in audio and video form, namely audiocassettes, videocassettes, compact discs, videodiscs, laser discs, optical discs and CD ROMS.
<b>Knightsbridge Symphony Orchestra (TMA532,404)</b>	September 11, 2000	Pre-recorded cassette tapes, phonograph records, CD's, video tapes and digital video discs featuring music.

**U.S. Trade-marks:**

Trade-Marks	Registration number	Registration date
<b>MAM? GALLINA</b>	2918589	January 18, 2005

<b>Trade-Marks</b>	<b>Registration number</b>	<b>Registration date</b>
<b>PARTY ON KARAOKE</b>	2872399	August 10, 2004
<b>WORD &amp; WORSHIP</b>	2809215	January 27, 2004
<b>BREWED MOODS</b>	2738148	July 15, 2003
<b>ROCK ON CHRISTIAN</b>	2633144	October 8, 2002
<b>BABY STEPS</b>	2537307	February 5, 2002
<b>A LIFETIME OF MUSIC FOR THE 21<sup>ST</sup> CENTURY</b>	2404592	November 14, 2000

And to: **The Registrar of Copyrights**

**Canadian Copyrights:**

<b>Copyright</b>	<b>Registration number</b>	<b>Registration date</b>	<b>Type</b>
<b>BOB MARLEY &amp; THE WAILERS</b>	44583	February 24, 1993	Grant of interest.
<b>REGGAE COMPILATION</b>	44582	February 24, 1993	Grant of interest.
<b>MASTER RECORDING</b>	44581	February 24, 1993	Grant of interest.
<b>REGGAE VOL. 1, REGGAE VOL. 2, REGGAE VOL. 3</b>	44580	February 24, 1993	Grant of interest.
<b>ONE MASTER-14 TUNES-COUNTRY COMPILATION</b>	44011	October 15, 1991	Grant of interest.
<b>10 TUNE MASTER - KENNY ROGERS</b>	44010	October 15, 1991	Grant of interest.
<b>ONE MASTER - KENNY ROGERS - 10 TUNES - ONE MASTER - OAK RIDGE BOYS - 12 TUNE</b>	44009	October 15, 1991	Grant of interest.
<b>ONE MASTER - LAWRENCE WELK CHRISTMAS</b>	44008	October 15, 1991	Grant of interest.
<b>ONE MASTER - KENNY ROGERS - 10 TUNES</b>	44007	October 15, 1991	Grant of interest.

Copyright	Registration number	Registration date	Type
14 TUNES MASTER - PERCY SLEDGE	44006	October 15, 1991	Grant of interest.
ONE MASTER - 14 TUNES - FATS DOMINO	44005	October 15, 1991	Grant of interest.
ONE MASTER - KENNY ROGERS - 10 TUNES	44004	October 15, 1991	Grant of interest.

U.S. Copyrights:

Copyright	Registration number	Registration date	Description
MUSICAL WORK OF CHRISTIAN ALLEN BORRE: VOL.3	Sru-401-306	N/A	Sound Cassette
EL TUMBAO	PA895-900	N/A	Compact Disc
LABERINTO	PA895-901	N/A	Compact Disc
MATIZ	PA895-902	N/A	Compact Disc
COCKTAIL DE FRUTAS	PA895-903	N/A	Compact Disc
JORGE NEGRETE	SR253-677	N/A	Compact Disc
JOSE ALFREDO JIMENEZ	SR253-685	N/A	Compact Disc
MIGUEL ACEVEZ MEJIA	SR253-693	N/A	Compact Disc
JOSE JOSE	SR253-697	N/A	Compact Disc
AGUSTIN LARA	SR253-702	N/A	Compact Disc
PALITO ORTEGA	SR253-719	N/A	Compact Disc
MOVE THIS	SR255-117	N/A	Compact Disc & Sound cassette
KOL NIDRE VARIATION	SR273-918	SR273-918	Compact Disc

Copyright	Call number	Published - Created	Description
Meditation (sound recording)	SDB 1899	Mediaphon (Stuttgart, Germany)	Music sound recording
Das Wohltemperierte Clavier I	Mediaphon MED 59.026	Mediaphon - Germany	Music sound recording
Chormusik aus funf Jahrzehnten	Mediaphon 59.015	Kassel: Disco-Center (1979)	Music sound recording
Halleluja	Mediaphon MED 59.047	Mediaphon, Germany	Sound recording

<b>Copyright</b>	<b>Call number</b>	<b>Published - Created</b>	<b>Description</b>
<b>Der Taschengarten</b>	Mediaphon INT 160.832	Mediaphon (Stuttgart)	Sound recording
<b>Grosse Orgelwerke</b>	Mediaphon MED 59.048	Mediaphon (West Germany)	Sound recording
<b>Romantic Classics</b>	SDB 17774	Mediaphon, Stuttgart, Germany	Sound recording
<b>World's best known classics</b>	RZA 7680	Mediaphon, Stuttgart, Germany	Music sound recording
<b>The greatest classics</b>	SDB 18774	Mediaphon, Stuttgart, Germany	Music sound recording