

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	RELEASE BY SECURED PARTY

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		05/28/2009	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

<b>Name:</b>	WMG Acquisition Corp.
<b>Street Address:</b>	75 Rockefeller Plaza
<b>City:</b>	New York
<b>State/Country:</b>	NEW YORK
<b>Postal Code:</b>	10019
<b>Entity Type:</b>	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 48**

Property Type	Number	Word Mark
Registration Number:	1250980	R
Registration Number:	1330698	A
Registration Number:	1661529	AVISION ENTERTAINMENT
Registration Number:	1654813	A VISION
Registration Number:	1016112	ASYLUM
Registration Number:	1095762	A ASYLUM
Registration Number:	1330697	A ASYLUM
Registration Number:	0749139	ATCO
Registration Number:	1742951	ATCO
Registration Number:	1535113	ATLANTIC
Registration Number:	1116322	A ATLANTIC
Registration Number:	1552554	BABY BOOMER CLASSICS
Registration Number:	1662343	BIG BEAT
Registration Number:	2263372	DIGITALARENA

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Registration Number:	1832631	DISCOVERY
Registration Number:	3185449	DUALDISC
Registration Number:	3058167	DUALDISC
Registration Number:	1795621	EW EASTWEST
Registration Number:	1633872	ELEKTRA
Registration Number:	1324186	
Registration Number:	1328138	ELEKTRA
Registration Number:	1623393	ELEKTRA EE
Registration Number:	0709958	ELEKTRA
Registration Number:	1492989	ELEKTRA NONESUCH
Registration Number:	2771899	FLASHBACK
Registration Number:	1706315	GIANT
Registration Number:	2283035	GIANT
Registration Number:	2287060	GOLDEN THROATS
Registration Number:	2795070	INSTAVID
Registration Number:	2084441	LAVA
Registration Number:	2230315	MUSIC FOR THE KID IN US ALL!
Registration Number:	1666567	NONESUCH
Registration Number:	1175896	REPRISE
Registration Number:	1893542	REVOLUTION
Registration Number:	1967102	RHINO
Registration Number:	2240911	RHINO
Registration Number:	1967101	RHINO
Registration Number:	1971491	RHINO
Registration Number:	2251303	RHINO MOVIE MUSIC
Registration Number:	1695833	RHINO WORD BEAT
Registration Number:	1803119	SIRE
Registration Number:	0847385	THE MONKEES
Registration Number:	0848385	THE MONKEES
Registration Number:	1713160	WA
Registration Number:	1713161	WARNER ALLIANCE
Registration Number:	1985376	WARNER CHAPPELL
Registration Number:	1301320	WEA
Registration Number:	2215204	WEACARIBE

CORRESPONDENCE DATA

Fax Number: (212)336-8001  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
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ATTORNEY DOCKET NUMBER:	5689/4
NAME OF SUBMITTER:	David Mitnick
Signature:	/David Mitnick/
Date:	05/28/2009

Total Attachments: 9  
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**NOTICE OF RELINQUISHMENT OF SECURITY INTEREST IN  
UNITED STATES TRADEMARKS**

THIS NOTICE OF RELINQUISHMENT OF SECURITY INTEREST IN UNITED STATES TRADEMARKS (“Notice of Relinquishment”), dated as of May 27, 2009, is made in favor of WMG Acquisition Corp., a Delaware corporation (“the Company”), the other Persons listed on the signature pages of the Security Agreement (as defined below) and the Additional Grantors (the Company, Holdings, the Persons so listed and the Additional Grantors being, collectively, the “Grantors”) by Bank of America, N.A., as administrative agent (the “Administrative Agent”) for the benefit of the Secured Parties (as defined in the Credit Agreement) under that certain Amended and Restated Credit Agreement, dated as of April 8, 2004 (as amended, supplemented, replaced, or otherwise modified from time to time, the “Credit Agreement”). Capitalized terms used and not defined herein shall have the meanings given such terms in the Credit Agreement.

**W I T N E S S E T H:**

**WHEREAS**, pursuant to the Credit Agreement, the Lenders have severally agreed to make Loans and other extensions of credit to the Borrowers;

**WHEREAS**, in connection with the Credit Agreement, the Grantors have executed and delivered (i) a Security Agreement dated February 29, 2004 in favor of the

Administrative Agent (together with all amendments and modifications, if any, from time to time thereafter made thereto, the “Security Agreement”) in order to grant to the Administrative Agent for the ratable benefit of the Secured Parties a security interest in the Collateral to secure their respective Secured Obligations, and (ii) a certain Trademark Security Agreement dated as of February 29, 2004, as amended, amended and restated, supplemented or otherwise modified from time to time (the “Trademark Security Agreement”), pursuant to which the Grantors have granted to the Administrative Agent for the ratable benefit of the Secured Parties a security interest in certain Trademarks of the Grantors to secure their respective Secured Obligations;

**WHEREAS**, pursuant to Section 20(a) of the Security Agreement, the Company has delivered to the Administrative Agent a written request for an acknowledgement of the release of the Liens (as defined in the Security Agreement) created under the Security Agreement on certain items of Collateral (as defined in the Security Agreement) of the Company; and

**WHEREAS**, the Administrative Agent has duly authorized the execution, delivery and performance of this Notice of Relinquishment, the purpose of which is to give notice of the relinquishment of the security interest granted in favor of the Administrative Agent, for the benefit of the Secured Parties, with respect to certain of the Trademark Collateral as identified in Schedule A attached hereto (the “Released Trademark Collateral”).

**NOW THEREFORE**, for good and valuable consideration, the receipt of which is hereby acknowledged, the Administrative Agent, on its own behalf and on behalf of the Secured Parties, hereby terminates and releases in its entirety its continuing security interest in all of each Grantor's right, title, and interest in and to all of the following assets the "Released Trademark Collateral"):

a. each Trademark owned by the Grantor, including, without limitation, each Trademark registration and application therefor, referred to in Schedule 1 hereto,

b. each Trademark license to which the Grantor is a party, including, without limitation, each Trademark License referred to in Schedule 1 hereto; and

c. any and all Proceeds of, collateral for, income, royalties and other payments now or hereafter due and payable with respect to and Supporting Obligations relating to, any and all of the foregoing, including, without limitation, all Proceeds of and revenues from any and all claims for damages and injunctive relief for past, present, and future infringement, dilution, misappropriation, violation, misuse, or breach with respect to any of the foregoing, with the right, but not the obligation, to sue for and collect, or otherwise recover, such damages.

The Administrative Agent authorizes the Company (a "Released Party") to file releases or other documentation reflecting this termination and release and agrees to deliver such additional similar documents as the Released Party may reasonably request to evidence such termination and release, all at the sole cost and expense of the requesting Released Party.

This Agreement may be executed in one or more counterparts, each of which will be deemed an original, but all of which together constitute one and the same original.

**IN WITNESS WHEREOF**, the Administrative Agent has caused this Agreement to be  
duly executed and delivered by an officer as of the day and year first above written.

**BANK OF AMERICA, N.A.,**

as Administrative Agent

By *Lilliana Claar*

Name: **Lilliana Claar**  
Vice President

Title:



**2009 Trademark Release Schedule  
to Trademark Security Agreement**

OWNER	Country	Trademark	Class	Registration No.	Application	Reg. Date	Next Renewal:	Status
WARNER BROS. RECORDS INC.	United States of America	:R LOGO	09	1,250,980	73/213,454	13-Sep-1983	13-Sep-2013	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	A DESIGN (ASYLUM)REVISED	09	1,330,698	73/484,607	16-Apr-1985	16-Apr-2005	Registered
ATLANTIC RECORDING CORP.	United States of America	A VISION ENTERTAINMENT	09	1,661,529	74/094,107	22-Oct-1991	22-Oct-2011	Registered
ATLANTIC RECORDING CORP.	United States of America	A VISION WITH SPIRAL DESIGN	09	1,654,813	74/094,075	27-Aug-1991	27-Aug-2011	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ASYLUM	09	1,016,112	72/420,297	15-Jul-1975	15-Jul-2005	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ASYLUM & A DESIGN	09	1,095,762	73/054,076	11-Jul-1978	11-Jul-2008	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ASYLUM & A DESIGN (REVISED)	09	1,330,697	73/484,606	16-Apr-1985	16-Apr-2005	Registered
ATLANTIC RECORDING CORP.	United States of America	ATCO	09	0,749,139	72/147686	07-May-1963	07-May-2013	Registered
ATLANTIC RECORDING CORP.	United States of America	ATCO & DEVICE	09	1,742,951	74/274,643	29-Dec-1992	29-Dec-2012	Registered
ATLANTIC RECORDING CORP.	United States of America	ATLANTIC	09	1,535,113	73/747,919	18-Apr-1989	18-Apr-2009	Registered
ATLANTIC RECORDING CORP.	United States of America	ATLANTIC & A DESIGN	09	1,116,322	73/110,680	10-Apr-1979	10-Apr-1999	Registered
WARNER SPECIAL PRODUCTS INC.	United States of America	BABY BOOMER CLASSICS & DESIGN	09	1,552,554	73/669,194	22-Aug-1989	22-Aug-2009	Registered
BIG BEAT RECORDS, INC.	United States of America	BIG BEAT	09	1,662,343	74/121,906	29-Oct-1991	29-Oct-2011	Registered
ATLANTIC RECORDING CORP.	United States of America	DIGITALARENA	41	2,263,372	75/098,972	20-Jul-1999	20-Jul-2009	Registered
LONDON-SIRE RECORDS	United States of America	DISCOVERY & DESIGN	09	1,832,631	74/342,644	26-Apr-1994	26-Apr-2004	Registered
WMG TRADEMARK HOLDING COMPANY LLC	United States of America	DUALDISC & DESIGN	09	3,185,449	78/316,436			Registered
WMG TRADEMARK HOLDING COMPANY LLC	United States of America	DUALDISC LOGO WITH COLOR	09	3,058,167	78/316,306			Registered

**TRADEMARK**

**REEL: 003994 FRAME: 0818**

OWNER	Country	Trademark	Class	Registration No.	Application	Reg. Date	Next Renewal	Status
WEA INTERNATIONAL INC.	United States of America	EASTWEST & EW LOGO	09	1,795,621	74/061,192	28-Sep-1993	28-Sep-2013	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ELEKTRA	09	1,633,872	74/048,852	05-Feb-1991	05-Feb-2011	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ELEKTRA & E DESIGN (REVISED)	09	1,324,186	73/450,320	12-Mar-1985	12-Mar-2005	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ELEKTRA & E DESIGN (REVISED)	09	1,328,138	73/450,319	02-Apr-1985	02-Apr-2005	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ELEKTRA & EE LOGO	09	1,623,393	73/830,751	20-Nov-1990	20-Nov-2010	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ELEKTRA & GUITAR PLAYER DESIGN	09, 16	0,709,958	72/090,833	17-Jan-1961	17-Jan-2011	Registered
ELEKTRA ENTERTAINMENT GROUP	United States of America	ELEKTRANONESUCH LOGO	09	1,492,989	73/692,676	21-Jun-1988	21-Jun-2008	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	FLASHBACK	09	2,771,899	75/187,396	07-Oct-2003	07-Oct-2013	Registered
WARNER BROS. RECORDS INC.	United States of America	GIANT	09	1,706,315	74/037,873	11-Aug-1992	11-Aug-2012	Registered
WARNER BROS. RECORDS INC.	United States of America	GIANT & DESIGN	09	2,283,035	75/511,128	05-Oct-1999	05-Oct-2009	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	GOLDEN THROATS	09	2,287,060	75/374,242	19-Oct-1999	19-Oct-2009	Registered
WARNER MUSIC GROUP	United States of America	INSTAVID	41	2,795,070	75/392,627			Registered
LAVA TM HOLDING CO. LLC.	United States of America	LAVA	09	2,084,441	74/652,171	29-Jul-1997	29-Jul-2007	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	MUSIC FOR THE KID IN US ALLI	09	2,230,315	75/374,243	09-Mar-1999	09-Mar-2009	Registered
NONESUCH RECORDS, INC.	United States of America	NONESUCH	09	1,666,567	74/134,367	03-Dec-1991	03-Dec-2011	Registered
WARNER BROS. RECORDS INC.	United States of America	REPRISE	09	1,175,896	73/213,460	03-Nov-1981	03-Nov-1991	Registered
WARNER BROS. RECORDS INC.	United States of America	REVOLUTION	09	1,893,542	74/221,882	09-May-1995	09-May-2005	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	RHINO	09	1,967,102	74/693,974	09-Apr-1996	09-Apr-2006	Registered

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REEL: 003994 FRAME: 0819

OWNER	Country	Trademark	Class	Registration No.	Application	Reg. Date:	Next Renewal:	Status
RHINO ENTERTAINMENT COMPANY	United States of America	RHINO	41	2,240,911	74/693,972	20-Apr-1999	20-Apr-2009	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	RHINO & DESIGN	09	1,967,101	74/693,973	09-Apr-1996	09-Apr-2006	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	RHINO & DESIGN	16	1,971,491	74/694,022	30-Apr-1996	30-Apr-2006	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	RHINO MOVIE MUSIC & DESIGN	41	2,251,303	75/456,964	08-Jun-1999	08-Jun-2009	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	RHINO WORD BEAT & DESIGN	09	1,695,833	74/112,606	23-Jun-1992	23-Jun-2012	Registered
WBR/SIRE VENTURES INC.	United States of America	SIRE & S DESIGN	09	1,803,119	74/298,917	09-Nov-1993	09-Nov-2003	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	THE MONKEES	16	0,847,385	72/241,935	09-Apr-1968	09-Apr-2008	Registered
RHINO ENTERTAINMENT COMPANY	United States of America	THE MONKEES	41	0,848,385	72/259,379	30-Apr-1968	30-Apr-2008	Registered
WARNER BROS. RECORDS INC.	United States of America	WA DESIGN	09	1,713,160	74/129,726	08-Sep-1992	08-Sep-2012	Registered
WARNER BROS. RECORDS INC.	United States of America	WARNER ALLIANCE	09	1,713,161	74/129,727	08-Sep-1992	08-Sep-2012	Registered
WARNER/CHAPPELL MUSIC, INC.	United States of America	WARNER CHAPPELL	16	1,985,376	74/674,144	09-Jul-1996	09-Jul-2006	Registered
WEA INTERNATIONAL INC	United States of America	WEA LOGO	09	1,301,320	73/408,557	23-Oct-1984	23-Oct-2004	Registered
WEA LATINA INC.	United States of America	WEACARIBE (SPECIAL FORM)	09	2,215,204	75/228,592	29-Dec-1998	29-Dec-2008	Registered

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RECORDED: 05/28/2009

REEL: 003994 FRAME: 0820