

**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
Alfred Publishing Co. Inc.		11/30/2009	CORPORATION: NEW YORK

**RECEIVING PARTY DATA**

Name:	JPMorgan Chase Bank, N.A., as administrative agent
Street Address:	270 Park Avenue
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	National Association: UNITED STATES

**PROPERTY NUMBERS Total: 22**

Property Type	Number	Word Mark
Serial Number:	76566218	X ALFRED'S MAX
Serial Number:	76427409	MUSIC FOR LITTLE MOZARTS
Serial Number:	76428105	PIANO TEACHER'S ADVANTAGE
Serial Number:	76251065	MUSIC FOR LITTLE MOZARTS
Serial Number:	76360916	B BELWIN EXCELLENCE IN MUSIC EDUCATION
Serial Number:	76051648	
Serial Number:	76050981	TUNE BUDDIES
Serial Number:	75746923	DAN COATES
Serial Number:	75567255	MOZART MOUSE
Serial Number:	75567257	MUSIC FRIENDS
Serial Number:	75551397	GETTING THE SOUNDS
Serial Number:	75476811	SONGXPRESS
Serial Number:	73760575	GOOD LIFE PUBLICATIONS
Serial Number:	75256611	GUITROPOLIS

CH \$565.00 76566218

**900148917**

**TRADEMARK  
 REEL: 004107 FRAME: 0012**

Serial Number:	75074687	MANHATTAN MUSIC PUBLICATIONS
Serial Number:	75074688	THE ULTIMATE BEGINNER SERIES
Serial Number:	74721736	BASIX
Serial Number:	73760878	J. FISCHER & BRO.
Serial Number:	73760877	H. W. GRAY PUBLICATIONS
Serial Number:	73760744	KALMUS
Serial Number:	73667434	GP GOOD LIFE PUBLICATIONS
Registration Number:	1832743	AUTHENTIC BASS-TAB

**CORRESPONDENCE DATA**

Fax Number: (202)739-3001  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 202-739-5652  
Email: chowell@morganlewis.com  
Correspondent Name: Catherine R. Howell, Senior Paralegal  
Address Line 1: 1111 Pennsylvania Ave., N.W.; Attn: TMSU  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20004

ATTORNEY DOCKET NUMBER:	066397-0413
NAME OF SUBMITTER:	Catherine R. Howell, Senior Paralegal
Signature:	/Catherine R. Howell/
Date:	12/02/2009

**Total Attachments: 5**

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## EXECUTION COPY

### Confirmation of Grant of Security Interest (Trademark)

This confirmation of grant of security interest (this "Confirmation") is made by Alfred Publishing Co., Inc. (f/k/a Alfred Music Co. Inc.), a New York corporation, Alfred Music Group Inc. (f/k/a Warner Bros. Publications Inc. and Warner Bros. Publications U.S. Inc.), a New York corporation, Alfred Publishing Co. (U.K.), Ltd., a California corporation, Alfred Publishing Co. (Singapore), Ltd., a California corporation, CPP/Belwin, Inc. (f/k/a C.P.P. Acquisition Corp.), a Delaware corporation, and WBPI Holdings LLC (f/k/a Musicnotes Holdings LLC), a Delaware limited liability company (each individually, a "Grantor" and collectively, the "Grantors"), in favor of (i) JPMorgan Chase Bank, N.A., as administrative agent ("First Lien Agent"), under that certain Credit, Security, Guaranty and Pledge Agreement dated as of November 30, 2009 (as amended, supplemented or otherwise modified, renewed or replaced from time to time), among the Grantors, the lenders referred to therein and First Lien Agent and (ii) Chase Capital Corporation, as administrative agent ("Second Lien Agent"; together with the First Lien Agent, the "Grantees"), under that certain Second Lien Credit, Security, Guaranty and Pledge Agreement dated as of November 30, 2009 (as amended, supplemented or otherwise modified, renewed or replaced from time to time), among the Grantors, the lenders referred to therein and Second Lien Agent.


A. Each Grantor did, through its execution of a Trademark Security Agreement dated as of November 30, 2009 (as amended, supplemented or otherwise modified, renewed or replaced from time to time, the "Trademark Security Agreement"), grant a security interest to each of the Grantees in and to, among other things, any and all of such Grantor's right, title and interest in and to the trademarks set forth on Schedule 1 hereto (the "Trademarks").

B. Each Grantor desires to confirm having granted such security interests in, among other things, any and all of its right, title and interest in and to the Trademarks, to Grantees.


Accordingly, each Grantor confirms that, effective as of November 30, 2009, it granted to each of the Grantees a security interest in, among other things, any and all of such Grantor's right, title and interest in and to the Trademarks. The terms of the Trademark Security Agreement will control in the event of any conflict between it and this Confirmation.

Confirmed by:


ALFRED PUBLISHING CO., INC.  
(f/k/a Alfred Music Co. Inc.)

By:   
Name: Ron Manus  
Title: Chief Executive Officer


ALFRED PUBLISHING CO. (U.K.), LTD.

By:   
Name: Ron Manus  
Title: Vice President

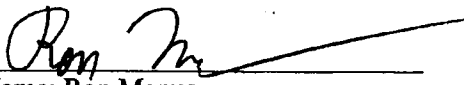
ALFRED PUBLISHING CO. (SINGAPORE), LTD.

By:   
Name: Ron Manus  
Title: Vice President

CPP/BELWIN, INC. (f/k/a C.C.P. Acquisition Corp.)

By:   
Name: Ron Manus  
Title: President

ALFRED MUSIC GROUP INC. (f/k/a Warner  
Bros. Publications Inc. and Warner  
Bros. Publications (U.S. Inc.))

By:   
Name: Ron Manus  
Title: President

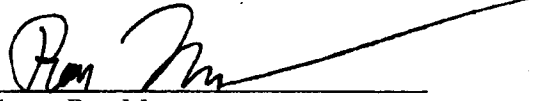
*[Signature Page to Confirmation of Grant of Security Interest (Trademark)]*

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TRADEMARK  
REEL: 004107 FRAME: 0015

WBPI HOLDINGS LLC  
(f/k/a Musicnotes Holdings LLC)

By: Alfred Music Group Inc., its sole Member

By:   
Name: Ron Manus  
Title: President

*[Signature Page to Confirmation of Grant of Security Interest (Trademark)]*

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Schedule 1  
to Confirmation of Grant of Security Interest  
(Trademark)

TRADEMARKS

[ATTACHED]

