

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
Emusica Acquisition Corporation		04/23/2009	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	SE MUSIC ACQUISITION, LLC		
Street Address:	5400 NE 4th Court		
Internal Address:	Studio 1A		
City:	Miami		
State/Country:	FLORIDA		
Postal Code:	33137		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Serial Number:	77690923	ALEGRE ALL STARS	
Registration Number:	3416975	FANIA	
Registration Number:	3614324	FANIA ALL STARS	
Registration Number:	3404381	FANIA	
CORRESPONDENCE DATA			
Fax Number:	(202)393-5350		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	202 332 4086		
Email:	trademark@jhip.com		
Correspondent Name:	George W. Lewis		
Address Line 1:	400 7th Street NW		
Address Line 4:	Washington, DISTRICT OF COLUMBIA 20004		
NAME OF SUBMITTER:	George W. Lewis		
Signature:	/george lewis/		

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TRADEMARK
REEL: 004109 FRAME: 0837

Date:

12/08/2009

Total Attachments: 7

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TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT is effective as of April 23, 2009.

WHEREAS, EMUSICA ENTERTAINMENT GROUP, INC., a Delaware corporation, EMUSICA ACQUISITION CORPORATION, a Delaware corporation, KUBANEY ACQUISITION, LLC, a Delaware limited liability company, EMUSICA RECORDS, LLC, a Delaware limited liability company, EMUSICA PUBLISHING, LLC, a Delaware limited liability company, EMUSICA FILM & TELEVISION, LLC, a Delaware limited liability company, EMUSICA HOLDINGS, INC., a Delaware corporation, REVOLU, INC., a Delaware corporation, MUSITECA MUSIC CORPORATION, a Delaware corporation, PROTEL RECORDS, INC., a Delaware corporation, and SOUNDMEX, INC., a New York corporation (each, a “Assignor” and, collectively, “Assignors”), are the owners of all right, title and interest in and to each of the trademarks, trade names, tradestyles, service marks, service names, product names, brands and logos of Assignors, as listed on Schedule A annexed hereto, registered and unregistered, throughout the world, as well as all applications for registration and licenses or other rights in respect thereof and all goodwill associated therewith (collectively, the “Marks”);

WHEREAS, SE MUSIC ACQUISITION, LLC, a Delaware limited liability company (“Assignee”), desires to acquire all right, title and interest in and to each of the Marks.

WHEREAS, Assignors and Assignee are parties to an Asset Purchase Agreement dated as of April 23, 2009, by and between Assignors, on one hand, and Assignee, on the other hand (the “Asset Purchase Agreement”), pursuant to which Assignors have agreed to sell to Assignee and Assignee has agreed to purchase from Assignors substantially all of the assets of Assignors used in connection with the Business, in accordance with the terms, conditions and provisions of the Asset Purchase Agreement;

NOW, THEREFORE, for and in consideration of the mutual promises contained in, and subject to the terms and conditions of, the Asset Purchase Agreement and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignors hereby irrevocably grant, transfer, sell and assign to Assignee, each Assignor’s entire right, title and interest in and to each of the Marks, together with the goodwill symbolized by such Marks, and with the right to sue and collect damages and/or profits for past infringements of said Marks, the intent hereof being to substitute Assignee in the place of Assignors.


The rights and obligations of Assignors and Assignee set forth in the Asset Purchase Agreement shall not be limited, altered, impaired, enhanced nor enlarged by this instrument. This instrument is subject to the terms and conditions of the Asset Purchase Agreement.

[Remainder of page left intentionally blank]

IN WITNESS WHEREOF, Assignors and Assignee have caused this instrument to be signed in its name by its proper and duly authorized corporate officer as of the day and date first set forth above.

ASSIGNORS:

EMUSICA ENTERTAINMENT GROUP,
INC.


By: 
Name: Andrew Brenner
Title:

EMUSICA ACQUISITION
CORPORATION

By: 
Name: Andrew Brenner
Title:


KUBANEY ACQUISITION, LLC

By: EMUSICA ENTERTAINMENT
GROUP, INC., its Member

By: 
Name: Andrew Brenner
Title:

EMUSICA RECORDS, LLC

By: EMUSICA ENTERTAINMENT
GROUP, INC., its Member

By: 
Name: Andrew Brenner
Title:


EMUSICA PUBLISHING, LLC

By: EMUSICA ENTERTAINMENT
GROUP, INC., its Member

By: 
Name: Andrew Brenner
Title:

EMUSICA FILM & TELEVISION, LLC


By: EMUSICA ENTERTAINMENT
GROUP, INC., its Member

By: 
Name: Andrew Brenner
Title:


EMUSICA HOLDINGS, INC.

By: 
Name: Andrew Brenner
Title:


REVOLU, INC.

By: 
Name: Andrew Brenner
Title:


MUSITECA MUSIC CORPORATION

By: 
Name: Andrew Brenner
Title:

PROTEL RECORDS, INC.

By: 
Name: Andrew Brenner
Title:

SOUNDMEX, INC.

By: 
Name: Andrew Brenner
Title:

ASSIGNEE:

SE MUSIC ACQUISITION, LLC

By: SE MUSIC, LLC, its Member

By: SSF ADVISORS, LLC, its Manager

By: _____
Name:
Title:

PROTEL RECORDS, INC.

By: _____
Name:
Title:

SOUNDMEX, INC.

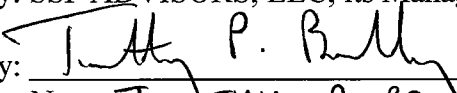
By: _____
Name:
Title:

ASSIGNEE:

SE MUSIC ACQUISITION, LLC

By: SE MUSIC, LLC, its Member

By: SSF ADVISORS, LLC, its Manager

By: 
Name: TIMOTHY P. BRADLEY
Title: MANAGING MEMBER

Schedule A

See Schedule 1.1(i) of the Asset Purchase Agreement.

Schedule A

The following U. S. Trademark properties are included on Schedule 1.1(i) – Trademarks, Etc.

Mark	Registration No.	Registration Date
FANIA	3416975	April 29, 2008
FANIA ALL STARS	3614324	May 5, 2009
FANIA Logo	3404381	April 1, 2008

Mark	Application No.	Filing Date
ALEGRE ALL STARS	77690923	March 13, 2009

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