

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	RELEASE BY SECURED PARTY

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
ZM Private Equity Fund I, L.P.		03/24/2011	LIMITED PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Audio and Video Labs, Inc.
Street Address:	7905 N. RT. 130
City:	PENNSAUKEN
State/Country:	NEW JERSEY
Postal Code:	08110
Entity Type:	CORPORATION: NEW JERSEY

Name:	Audio and Video Labs Holdings, Inc.
Street Address:	7905 N. RT. 130
City:	PENNSAUKEN
State/Country:	NEW JERSEY
Postal Code:	08110
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 22

Property Type	Number	Word Mark
Registration Number:	3300134	JUDO
Registration Number:	3374589	DISC MAKERS
Registration Number:	3241538	DISC MAKERS
Registration Number:	3592542	DIGSTATION
Registration Number:	3592541	DIGSTATION
Registration Number:	3506314	FORTE
Registration Number:	3473251	MEDLEY
Registration Number:	3561768	JUDO

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Registration Number:	3389421	DIGSTATION
Registration Number:	2742839	SOFT-SPOT
Registration Number:	2071061	OASIS
Registration Number:	3105359	DISCWRAPPER
Registration Number:	3164673	MACELITE
Registration Number:	3152996	ELITE SERIES
Registration Number:	3141365	ELITEPRO
Registration Number:	3232423	ELITEMICRO
Registration Number:	3235888	REFLEXULTRA
Registration Number:	2588795	STUDIOFINDER
Registration Number:	3467605	PROMOBABY
Registration Number:	3467614	MUSICBABY
Registration Number:	3479807	STUDIOBABY
Registration Number:	3467602	HOSTBABY

CORRESPONDENCE DATA

Fax Number: (202)533-9099
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 202-467-8856
Email: iplaw@vorys.com, rsdonnell@vorys.com,
jspiantanida@vorys.com, dharcher@vorys.com
Correspondent Name: Vorys, Sater, Seymour and Pease LLP
Address Line 1: 1909 K Street NW -- 9th Floor
Address Line 2: Attn: Richard S. Donnell, Esq.
Address Line 4: Washington, DISTRICT OF COLUMBIA 20006

ATTORNEY DOCKET NUMBER:	5252-746/1707/RE3828-0969
NAME OF SUBMITTER:	Richard S. Donnell
Signature:	/richard s donnell/
Date:	04/01/2011

Total Attachments: 3
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**RELEASE OF
SECURITY INTEREST IN INTELLECTUAL PROPERTY**

THIS RELEASE OF SECURITY INTEREST IN TRADEMARKS (this "Release"), dated as of March 24, 2011, is made by **ZM PRIVATE EQUITY FUND I, L.P.** ("Secured Party"), and is as follows:

WHEREAS, Audio and Video Labs, Inc., a New Jersey corporation, and Audio and Video Labs Holdings, Inc., a Delaware corporation (each a "Debtor" and, collectively, "Debtors"), and Secured Party are parties to that certain security agreement dated as of August 1, 2008 (as heretofore amended, the "Agreement"), which was recorded with The United States Patent and Trademark Office on August 8, 2008 in its records at Reel 3828, Frame 0969;

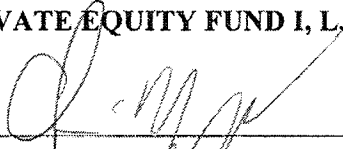
WHEREAS, pursuant to the Agreement, Debtors granted to, and created in favor of, Secured Party a continuing security interest in, and lien on, all of the collateral and other security set forth therein (collectively, the "Intellectual Property Collateral"), including, without limitation, the Intellectual Property Collateral described on Schedule I attached hereto and incorporated by reference herein; and

WHEREAS, Secured Party desires to release its rights and security interests in the Intellectual Property Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Secured Party hereby fully and finally releases and terminates (i) its security interest and other rights in, to and under the Intellectual Property Collateral and (ii) any and all other rights it may have under the Agreement other than those provisions therein that specifically survive termination in accordance with their terms, which shall survive on an unsecured basis.

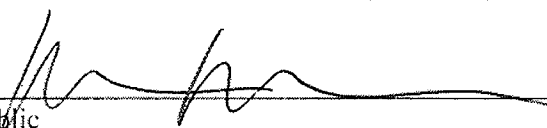
IN WITNESS WHEREOF, Secured Party has caused this Release to be duly executed as of the day and year first above written.

ZM PRIVATE EQUITY FUND I, L.P.

By: 
Name: QUINN MORGAN
Title: AUTHORIZED SIGN

STATE OF NY,
COUNTY OF NY, SS:

The foregoing Release of Security Interest in Intellectual Property was executed and acknowledged before me on this 24th day of March, 2011, by Quinn Morgan, Authorized Signatory of ZM Private Equity Fund I, L.P., a(n) Delaware limited partnership, on behalf of such limited partnership.


Notary Public

[Seal]

ROSEMARY RIVERA
NOTARY PUBLIC-STATE OF NEW YORK
No. 01R16194862
Qualified In New York County
My Commission Expires October 14, 2012

**TRADEMARK
REEL: 004513 FRAME: 0486**

SCHEDULE I

TRADEMARK COLLATERAL

Mark	Owner	Serial No.	Reg. No.
JUDO and Design	Audio and Video Labs, Inc.	78/932,475	3,300,134
DISC MAKERS	Audio and Video Labs, Inc.	78/853,620	3,374,589
DISC MAKERS and Design	Audio and Video Labs, Inc.	78/768,154	3,241,538
DIGSTATION	Audio and Video Labs, Inc.	77/346,334	3,592,542
DIGSTATION	Audio and Video Labs, Inc.	77/346,328	3,592,541
FORTE	Audio and Video Labs, Inc.	77/319,699	3,506,314
MEDLEY	Audio and Video Labs, Inc.	77/149,433	3,473,251
JUDO	Audio and Video Labs, Inc.	77/137,526	3,561,768
DIGSTATION	Audio and Video Labs, Inc.	77/006,750	3,389,421
SOFT-SPOT	Audio and Video Labs, Inc.	76/074,699	2,742,839
OASIS	Audio and Video Labs, Inc.	74/694,473	2,071,061
DISCWRAPPER	Audio & Video Labs, Inc.	78/578,511	3,105,359
MACELITE	Audio & Video Labs, Inc.	78/578,499	3,164,673
ELITE SERIES	Audio & Video Labs, Inc.	78/578,422	3,152,996
ELITEPRO	Audio & Video Labs, Inc.	78/578,408	3,141,365
ELITEMICRO	Audio & Video Labs, Inc.	78/578,279	3,232,423
REFLEXULTRA	Audio & Video Labs, Inc.	78/578,142	3,235,888
STUDIOFINDER	Disc Makers	75/567,599	2,588,795
PROMOBABY	Audio and Video Labs, Inc.	77342,633	3,467,605
MUSICBABY	Audio and Video Labs, Inc.	77342,799	3,467,614
STUDIOBABY	Audio and Video Labs, Inc.	77342,753	3,479,807
HOSTBABY	Audio and Video Labs, Inc.	77342,570	3,467,602

TRADE NAMES

1. Disc Makers, trade name
2. CD Baby (US) – Registration #78/777,617
3. CD Baby (Canada) – Registration #TMA 672341
4. CD Baby (European Union) – protection granted 11/16/06
5. CD Baby (Australia) – Registration #1146915

LICENSES

1. Digipak License Agreement, with AGI Incorporated, dated September 22, 1988, renewal addendum dated January 16, 2002.
2. DVD Video Disc and DVD Rom Disc patent License Agreement between Koninklijke Philips Electronics N.V. ("Philips"), dated October 1, 2004 and Audio and Visual Labs, Inc.
3. Patent License Agreement for the use of AC-3 Technology in the manufacture of DVD-Video Discs with Philips, dated October 1, 2004.
4. MPEG Audio Patent License Agreement with Philips, dated October 1, 2004.
5. CD Disk Patent License Agreement with Philips, dated July 1, 2002, as amended by Side Letter, dated October 31, 2002.
6. Database License Agreement, with Derek Sivers, dated August 1, 2008 and as amended.