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
Guitar Center, Inc.		06/14/2011	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Fender Musical Instruments Corporation
Street Address:	8860 E. Chaparral Road, Ste. 100
City:	Scottsdale
State/Country:	ARIZONA
Postal Code:	85250
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Serial Number:	85201363	FATBOY
Serial Number:	85201364	FAT BOY

CH $65.00 85201363

CORRESPONDENCE DATA

Fax Number: (312)222-6379
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Email: mhays@agdglaw.com
Correspondent Name: Mary Vidal Hays
Address Line 1: 330 N. Wabash, Ste. 1700
Address Line 4: Chicago, ILLINOIS 60611

NAME OF SUBMITTER:	Mary Vidal Hays
Signature:	/Mary Vidal Hays/
Date:	06/21/2011

Total Attachments: 4
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TRADEMARK ASSIGNMENT

WHEREAS Guitar Center, Inc. ("Assignor") has used, and is the record owner of, certain trademarks, service marks, trade names, and trademark applications and registrations, listed in Schedule A (collectively referred to as "the Marks"); and

WHEREAS, Fender Musical Instruments Corporation, a corporation organized and existing under the laws of the State of Delaware ("Assignee"), is desirous of acquiring all right, title, and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world, and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute further papers and to do such other acts as may be necessary and proper, at Assignee's sole cost and expense, to vest full title in and to the Marks and all ancillary rights in the Assignee.

This Trademark Assignment may be executed in several counterparts, each of which shall be deemed to be an original, but all of which together will constitute one and the same instrument.

IN WITNESS WHEREOF, Guitar Center, Inc. has caused this Trademark Assignment to be executed and delivered and Fender Musical Instruments Corporation

accepts this Trademark Assignment as of this 14th day of June, 2011.

GUITAR CENTER, INC.

By: _____
Name: _____
Title: _____

FENDER MUSICAL INSTRUMENTS CORPORATION

By: _____
Name: Lee Holtry
Title: Assoc. Gen. Counsel

State of California)
) ss.:
County of _____)

On the _____ day of June, 2011, before me personally appeared _____, to me known, who being by me duly sworn, did depose and say that he/she is the _____ of Guitar Center, Inc., the assignor described in the foregoing instrument.

[Notarial Seal]

_____
Notary Public

State of Arizona)
) ss.:
County of Maricopa)

On the 14th day of June, 2011, before me personally appeared Lee Holtry, to me known, who being by me duly sworn, did depose and say that he/she is the Assoc. Gen. Counsel of Fender Musical Instruments Corporation, the assignee described in the foregoing instrument.

[Notarial Seal]

Robyn A. Orsini
Notary Public

ROBYN A. ORSINI
Notary Public - Arizona
Maricopa County
My Commission Expires
JULY 30, 2014

accepts this Trademark Assignment as of this _____ day of June, 2011.

GUITAR CENTER, INC.	FENDER MUSICAL INSTRUMENTS CORPORATION
By: Ellen S. Rosenberg	By: _____
Name: Ellen S. Rosenberg	Name: _____
Title: Assistant General Counsel	Title: _____

State of California)
) ss.:
County of Los Angeles)

On the 14 day of June, 2011, before me personally appeared Ellen Rosenberg, to me known, who being by me duly sworn, did depose and say that he/she is the Vice President of Guitar Center, Inc., the assignor described in the foregoing instrument.

[Notarial Seal]

SHEILA RAE JOHNSON
Commission # 1758242
Notary Public - California
Los Angeles County
My Comm. Expires Jul 21, 2011

_____
Notary Public

State of Arizona)
) ss.:
County of _____)

On the _____ day of June, 2011, before me personally appeared _____, to me known, who being by me duly sworn, did depose and say that he/she is the _____ of Fender Musical Instruments Corporation, the assignee described in the foregoing instrument.

[Notarial Seal]

_____
Notary Public

SCHEDULE A

Trademark Title/Description		Date	Serial No.	Status
1.	Fatboy	12/19/2010	85201363	Pending
2.	Fat Boy	12/19/2010	85201364	Pending

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