

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
Fender Musical Instruments Corporation		06/15/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Guitar Center, Inc.		
Street Address:	5795 Lindero Canyon Road		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85201363	FATBOY	
Serial Number:	85201364	FAT BOY	
CORRESPONDENCE DATA			
Fax Number:	(312)222-6379		
Email:	mhays@agdglaw.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
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:	09/28/2011		
Total Attachments: 3			
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TRADEMARK ASSIGNMENT

WHEREAS, Fender Musical Instruments Corporation, a corporation organized and existing under the laws of the State of Delaware ("Assignor") 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, Guitar Center, Inc., 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, Fender Musical Instruments Corporation has caused this Trademark Assignment to be executed and delivered and Guitar Center, Inc. accepts

this Trademark Assignment as of this 15th day of June, 2011.

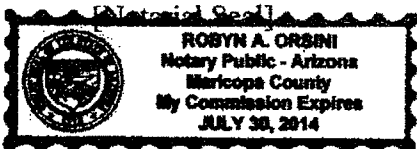
FENDER MUSICAL INSTRUMENTS CORPORATION GUITAR CENTER, INC.

By: _____
Lee Holtry
Associate General Counsel

By: _____
Ellen Rosenberg
Vice President

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

On the 15th 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 is the Associate General Counsel of Fender Musical Instruments Corporation, the assignor described in the foregoing instrument.



Robyn A. Orsini
Notary Public

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

On the 15th day of June, 2011, before me personally appeared Ellen Rosenberg, to me known, who, being by me duly sworn, did depose and say that she is the Vice President of Guitar Center, Inc., the assignee described in the foregoing instrument.

[Notarial Seal]



Donna Shadley
Notary Public

SCHEDULE A

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

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