

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
Citibank, N.A., London Branch		12/12/2011	National Association: UNITED KINGDOM

RECEIVING PARTY DATA

Name:	Capitol Records, LLC
Street Address:	150 5TH AVENUE, 11TH FLOOR
City:	New York
State/Country:	NEW YORK
Postal Code:	10011
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

Name:	Narada Productions, Inc.
Street Address:	4650 North Port Washington Road
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53212
Entity Type:	CORPORATION: WISCONSIN

Name:	Priority Records, LLC
Street Address:	1750 NORTH VINE STREET
Internal Address:	CAPITOL TOWER BUILDING
City:	Hollywood
State/Country:	CALIFORNIA
Postal Code:	90028
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 10

Property Type	Number	Word Mark
Registration Number:	2595054	BACK PORCH

OP \$265.00 2595054

Registration Number:	2325070	ENSO
Registration Number:	1734529	NARADA
Registration Number:	1552649	NARADA
Registration Number:	1550804	NARADA EQUINOX
Registration Number:	1550805	NARADA LOTUS
Registration Number:	1549925	NARADA MYSTIQUE
Registration Number:	2633837	SHAKTI
Registration Number:	1550806	SONA GAIA PRODUCTIONS
Registration Number:	1441915	PRIORITY RECORDS

CORRESPONDENCE DATA

Fax Number: (816)531-7545
Phone: (816) 460-2535
Email: stephen.huggins@snrdenton.com,trademarks@snrdenton.com,anita.hansen@snrdenton.com
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Correspondent Name: Stephen J. Huggins

Address Line 1: SNR Denton US LLP

Address Line 2: P. O. Box 061080

Address Line 4: Chicago, ILLINOIS 60606-1080

ATTORNEY DOCKET NUMBER:	20000783-0036 (STH)
NAME OF SUBMITTER:	Stephen J. Huggins
Signature:	/stephen j huggins/
Date:	01/05/2012

Total Attachments: 4
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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARKS**

This Termination and Release of Security Interest in Trademarks (this "Release") is granted on this 12th day of December, 2011, by Citibank, N.A. London Branch ("Citibank"), as Security Agent for the Secured Parties under the security agreements referenced below, in favor of Capitol Records, LLC, Narada Productions, Inc., and Priority Records, LLC (each a "Grantor", together, "Grantors"), with respect to the Listed Trademarks (as defined below).

W I T N E S S E T H :

WHEREAS, on January 28, 2008, Grantors and Citibank entered into the Amended and Restated Pledge and Security Agreement whereby Grantors agreed to grant Citibank a continuing security interest in, among other things, the Trademarks (as defined in the Amended and Restated Pledge and Security Agreement);

WHEREAS, on January 28, 2008, Citibank, as Security Agent, and Grantors entered into the Trademark Security Agreement (Recorded Music Entities) (the "Trademark Security Agreement"), which was recorded with the U.S. Patent and Trademark Office on February 7, 2008, at Reel/Frame 3715/0526;

WHEREAS, on August 15, 2011, Grantor Narada Productions, Inc. and Higher Octave Music, Inc. entered into the Assignment Agreement, which was recorded with the U.S. Patent and Trademark Office on September 9, 2011, at Reel/Frame 4614/0902;

WHEREAS, pursuant to the Amended and Restated Pledge and Security Agreement and the Trademark Security Agreement (collectively, the "Security Agreements"), Citibank received security interests in all of Grantors' right, title and interest in the Trademarks, including without limitation, their trademark registrations and applications for trademark registrations set forth on Schedule A hereto (the "Listed Trademarks"); and

WHEREAS, Citibank desires to release any and all security interests, and any other lien, it has in the Listed Trademarks.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:


1. Citibank hereby absolutely, unconditionally and irrevocably releases, terminates and forever discharges each security interest in the Listed Trademarks that was granted to Citibank under the Security Agreements.
2. The parties hereto authorize and request the Director of Patents and Trademarks of the United States of America to record this Release against the Listed Trademarks. Citibank agrees to reasonably cooperate to perform all further acts and execute and deliver all further documents and/or instruments that may be reasonably necessary to carry out the provisions of this Release.

3. Citibank hereby represents and warrants that it has full authority to execute and deliver this Release. Grantors hereby represent and warrant that they have full authority to execute and deliver this Release.
4. This Release shall be governed by and construed in accordance with the law of the State of New York.
- ~~5. This Release shall be binding upon Citibank's representatives, successors, assigns and transferees.~~

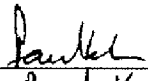
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IN WITNESS WHEREOF, the undersigned has caused this Release to be executed by its duly authorized representatives as of the date first above written.

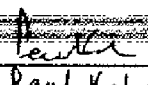
CITIBANK, N.A. LONDON BRANCH

By 
Name: Peter Larsen
Title: Vice President
Date: 12/12/11

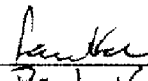
CAPITOL RECORDS, LLC.

By 
Name: Paul Kohn
Title: VP & Treasurer
Date: 12/12/11

HIGHER OCTAVE MUSIC, INC.

By 
Name: Paul Kohn
Title: VP & Treasurer
Date: 12/12/11

PRIORITY RECORDS, LLC.

By 
Name: Paul Kohn
Title: VP & Treasurer
Date: 12/12/11

SCHEDULE A

Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	BACK PORCH	United States of America	75854043	2595054	16 Jul 2002	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	ENSO	United States of America	75194684	2325070	7 Mar 2000	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	NARADA	United States of America	74237803	1734529	24 Nov 1992	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	NARADA AND SHADING DEVICE	United States of America	73754376	1552649	22 Aug 1989	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	NARADA EQUINOX STYLISED WORDS AND DEVICE	United States of America	73754375	1350804	8 Aug 1989	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	NARADA LOTUS WORDS AND DEVICE	United States of America	73754377	1550805	8 Aug 1989	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	NARADA MYSTIQUE WORDS AND DEVICE	United States of America	73754374	1549925	1 Aug 1989	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	SHAKTI	United States of America	75809003	2633837	15 Oct 2002	9	Registered
Higher Octave Music, Inc. (by assignment from Narada Productions, Inc.)	SONA GAIA PRODUCTIONS LOGO	United States of America	73754379	1550806	8 Aug 1989	9	Registered
Priority Records LLC	PRIORITY RECORDS STYLISED	United States of America	73621041	1441915	9 Jun 1987	9	Registered