

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Cinram International Inc.		08/31/2012	CORPORATION: CANADA
RECEIVING PARTY DATA			
Name:	Cinram Group, Inc.		
Street Address:	2525 East Camelback Road		
Internal Address:	Suite 850		
City:	Phoenix		
State/Country:	ARIZONA		
Postal Code:	85016		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 7			
Property Type	Number	Word Mark	
Serial Number:	75136887	CINRAM	
Serial Number:	75136880	CINRAM	
Serial Number:	77806166	CINRAM	
Serial Number:	85380853	CINRAM RETAIL SERVICES	
Serial Number:	85095960	DITAN	
Serial Number:	85019318	GRIP FLIX	
Serial Number:	85361516	VISION	
CORRESPONDENCE DATA			
Fax Number:	6027985595		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	(602) 798-5459		
Email:	donnellk@ballardspahr.com		
Correspondent Name:	Ballard Spahr LLP, Kurt C. Donnell, Esq.		

Address Line 1: 1 East Washington Street
Address Line 2: Suite 2300
Address Line 4: Phoenix, ARIZONA 85004-2555

ATTORNEY DOCKET NUMBER: 00136334

NAME OF SUBMITTER: Kurt C. Donnell

Signature: /Kurt C. Donnell/

Date: 08/31/2012

Total Attachments: 2

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Trademark Assignment

In the United States Patent and Trademark Office

WHEREAS, Cinram International Inc., a corporation organized under the *Canada Business Corporations Act*, with offices at 2255 Markham Road, Scarborough, Ontario, M1B 2W3 (the "Assignor"), owns certain trademarks and/or service marks, and applications and/or registrations for such marks, as set forth on Exhibit A attached hereto and incorporated herein by this reference (the "Marks");

WHEREAS, Cinram Group, Inc., a corporation organized under the laws of the State of Delaware formerly known as Cinram Acquisition, Inc., with offices at 2525 East Camelback Road, Suite 850, Phoenix, Arizona 85016 (the "Assignee"), desires to acquire all of the right, title and interest of the Assignor in, to and under the Marks, together with the goodwill of the business symbolized by the Marks; and

WHEREAS, the Assignor and the Assignee have entered into that certain Asset Purchase Agreement, dated June 22, 2012, pursuant to which the Assignor has agreed to transfer to the Assignee, among other things, all right, title and interest in and to the Marks and in and to the registrations and/or applications for the same, and, as a result thereof, the Assignee will be a successor to the business of the Assignor to which the Marks pertain.

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration paid by the Assignee to the Assignor, the receipt and sufficiency of which hereby is acknowledged, the Assignor does hereby sell, assign, transfer and convey unto the Assignee its entire right, title and interest in and to the Marks, and to the applications and/or registrations for the Marks (and the right to apply for the foregoing), together with the goodwill of the business symbolized by the Marks and the business of the Assignor to which the Marks pertain, including the right to sue and recover for any past infringement thereof.

IN WITNESS WHEREOF, the Assignor has caused this Trademark Assignment to be duly executed by an authorized officer on this 31 day of August, 2012.

CINRAM INTERNATIONAL INC.

By: 

Name: John H. Bell

Title: Chief Financial Officer

EXHIBIT A

MARKS

Trademark	Reg. No./Date	App. No./Filed
CINRAM	2,224,909 February 23, 1999	75-136,887 July 19, 1996
CINRAM	2,224,908 February 23, 1999	75-136,880 July 19, 1996
CINRAM & design	4,078,474 January 3, 2012	77-806,166 August 17, 2009
CINRAM RETAIL SERVICES		85-380,853 July 26, 2011
DITAN	4,143,377 May 15, 2012	85-095,960 July 29, 2010
GRIP FLIX & DESIGN	4,046,235 October 25, 2011	85-019318 April 21, 2010
VISION & DESIGN		85-361,516 July 1, 2011