

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	CORRECTIVE ASSIGNMENT																														
NATURE OF CONVEYANCE:	Corrective Assignment to correct the entity type for the assignee previously recorded on Reel 003822 Frame 0468. Assignor(s) hereby confirms the entity type for the assignee should be shown as an Oregon, rather than a U.S., trust.																														
CONVEYING PARTY DATA																															
<table border="1"> <thead> <tr> <th>Name</th> <th>Formerly</th> <th>Execution Date</th> <th>Entity Type</th> </tr> </thead> <tbody> <tr> <td>Derek Sivers</td> <td></td> <td>05/09/2008</td> <td>INDIVIDUAL: UNITED STATES</td> </tr> </tbody> </table>				Name	Formerly	Execution Date	Entity Type	Derek Sivers		05/09/2008	INDIVIDUAL: UNITED STATES																				
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Derek Sivers		05/09/2008	INDIVIDUAL: UNITED STATES																												
RECEIVING PARTY DATA																															
<table border="1"> <tr> <td>Name:</td> <td colspan="3">Independent Musicians' Charitable Remainder Trust</td> </tr> <tr> <td>Street Address:</td> <td colspan="3">4752 41st Avenue SW</td> </tr> <tr> <td>Internal Address:</td> <td colspan="3">Apt. 104</td> </tr> <tr> <td>City:</td> <td colspan="3">Seattle</td> </tr> <tr> <td>State/Country:</td> <td colspan="3">WASHINGTON</td> </tr> <tr> <td>Postal Code:</td> <td colspan="3">98116</td> </tr> <tr> <td>Entity Type:</td> <td colspan="3">CORPORATION: OREGON</td> </tr> </table>				Name:	Independent Musicians' Charitable Remainder Trust			Street Address:	4752 41st Avenue SW			Internal Address:	Apt. 104			City:	Seattle			State/Country:	WASHINGTON			Postal Code:	98116			Entity Type:	CORPORATION: OREGON		
Name:	Independent Musicians' Charitable Remainder Trust																														
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Entity Type:	CORPORATION: OREGON																														
PROPERTY NUMBERS Total: 2																															
<table border="1"> <thead> <tr> <th>Property Type</th> <th>Number</th> <th>Word Mark</th> </tr> </thead> <tbody> <tr> <td>Serial Number:</td> <td>78777617</td> <td>CD BABY</td> </tr> <tr> <td>Serial Number:</td> <td>77342570</td> <td>HOSTBABY</td> </tr> </tbody> </table>				Property Type	Number	Word Mark	Serial Number:	78777617	CD BABY	Serial Number:	77342570	HOSTBABY																			
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Serial Number:	78777617	CD BABY																													
Serial Number:	77342570	HOSTBABY																													
CORRESPONDENCE DATA																															
<p>Fax Number: 6098961469</p> <p><i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i></p> <p>Phone: 609.896.3600</p> <p>Email: dfowler@foxrothschild.com</p> <p>Correspondent Name: Gary A. Hecht/Fox Rothschild</p> <p>Address Line 1: P.O. Box 5231</p> <p>Address Line 4: Princeton, NEW JERSEY 08543-5231</p>																															
ATTORNEY DOCKET NUMBER:	T35904 US (037574.00061)																														
NAME OF SUBMITTER:	Deborah Fowler																														

OP \$65.00 78777617

Signature:	/Deborah Fowler/
Date:	01/25/2013
Total Attachments: 4 source=CD BABY & HOST BABY - orig cvr sheet & asst 5-9-08#page1.tif source=CD BABY & HOST BABY - orig cvr sheet & asst 5-9-08#page2.tif source=CD BABY & HOST BABY - orig cvr sheet & asst 5-9-08#page3.tif source=CD BABY & HOST BABY - orig cvr sheet & asst 5-9-08#page4.tif	

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Derek Sivers		05/09/2008	INDIVIDUAL: UNITED STATES
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Independent Musicians' Charitable Trust		
<b>Street Address:</b>	4752 41st Avenue SW		
<b>Internal Address:</b>	Apt. 104		
<b>City:</b>	Seattle		
<b>State/Country:</b>	WASHINGTON		
<b>Postal Code:</b>	98116		
<b>Entity Type:</b>	TRUST: UNITED STATES		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78777617	CD BABY	
<b>Serial Number:</b>	77342570	HOSTBABY	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(503)228-4373		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(503) 227-5631		
<b>Email:</b>	chuck@chernofflaw.com		
<b>Correspondent Name:</b>	Charles D. McClung		
<b>Address Line 1:</b>	601 Sw 2nd Avenue		
<b>Address Line 2:</b>	Suite 1600		
<b>Address Line 4:</b>	Portland, OREGON 97204-3157		
<b>ATTORNEY DOCKET NUMBER:</b>	8761.9999		
<b>NAME OF SUBMITTER:</b>	Charles D. McClung		

**OP \$65.00 78777617**

**900112175**

**TRADEMARK  
 REEL: 003822 FRAME: 0468**

**TRADEMARK  
 REEL: 004949 FRAME: 0241**

Signature:	/Charles D. McClung/
Date:	07/25/2008
Total Attachments: 4 source=CRT cd_001#page1.tif source=CRT cd_001#page2.tif source=CRT host_001#page1.tif source=CRT host_001#page2.tif	

**TRADEMARK**  
**REEL: 003822 FRAME: 0469**

**TRADEMARK**  
**REEL: 004949 FRAME: 0242**

**SERVICE MARK ASSIGNMENT AGREEMENT**

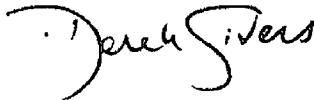
WHEREAS, DEREK SIVERS, an individual, having his principal office at 4752 41<sup>st</sup> Avenue SW, Apt. 104, Seattle, WA 98116 ("Sivers") has been using the service mark "CD BABY" for some or all of the following classifications: (1) online retail store services featuring downloadable prerecorded music video items, and audiovisual items such as DVD's, compact discs, cassettes, posters and T-shirts; wholesale distributorship featuring downloadable digital music and video recordings to retailers of digital music and video; and (2) digital formatting of music and images, namely, processing of digital music and video images into downloadable products, and is the owner of the U.S. Service Mark Application (Serial No. 78777617), Canadian Trademark Registration (Registration No. TMA 672341) and the International Registration (Registration No. 0901110) for the mark "CD BABY" (the "Service Mark");

WHEREAS, the INDEPENDENT MUSICIANS' CHARITABLE TRUST, a Charitable Remainder Trust, ("CRT"), is desirous of acquiring from Sivers the Service Mark.

NOW, THEREFORE, for sufficient good and valuable consideration, the receipt of which is hereby acknowledged, Sivers does hereby sell, assign and transfer to CRT, on a worldwide basis, all right, title and interest in, to and under the Service Mark, arising under the laws of any nation, state or jurisdiction, together with all goodwill appurtenant thereto, the U.S. Service Mark Application (Serial No. 78777617), Canadian Trademark Registration (Registration No. TMA 672341) and the International Registration (Registration No. 0901110) for the mark "CD BABY", and together with the right to bring actions and to recover damages for any past infringement of the Service Mark.

Sivers will cooperate and assist CRT and take such reasonable action as CRT may request to effect, evidence, record or perfect the assignment, transfer and recordation of the rights described herein or in connection with CRT's prosecution of any applications for service mark or service mark registration associated with the rights being assigned hereunder, including without limitation, the execution and authorization of filing of transfer documents.

SIGNED EFFECTIVE this 9 day of May, 2008.



Derek Sivers

*(notary block on following page)*

**TRADEMARK  
REEL: 003822 FRAME: 0470**

**TRADEMARK  
REEL: 004949 FRAME: 0243**

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

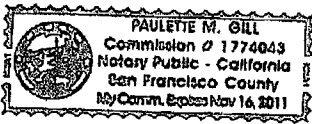
State of California

County of San Francisco

On 5/09/08 before me, Paulette M. Gill, Notary Public  
Date Here Insert Name and Title of the Officer

personally appeared Derek Silvers  
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature Paulette M. Gill  
Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Description of Attached Document**

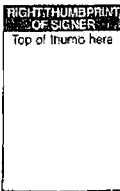
Title or Type of Document: Service Member Assignment Agreement

Document Date: 5/09/08 Number of Pages: 2

Signer(s) Other Than Named Above: \_\_\_\_\_

Capacity(ies) Claimed by Signer(s) Derek Silvers

- Signer's Name: Derek Silvers
- Individual
  - Corporate Officer — Title(s): \_\_\_\_\_
  - Partner —  Limited  General
  - Attorney in Fact
  - Trustee
  - Guardian or Conservator
  - Other: \_\_\_\_\_



- Signer's Name: \_\_\_\_\_
- Individual
  - Corporate Officer — Title(s): \_\_\_\_\_
  - Partner —  Limited  General
  - Attorney in Fact
  - Trustee
  - Guardian or Conservator
  - Other: \_\_\_\_\_



Signer Is Representing: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_

**TRADEMARK**  
**REEL: 003822 FRAME: 0471**