

## TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Hal Leonard Corporation		05/31/2013	CORPORATION: WISCONSIN
RECEIVING PARTY DATA			
Name:	BMO Harris Bank N.A.		
Street Address:	770 N. Water Street		
Internal Address:	7th Floor		
City:	Milwaukee		
State/Country:	WISCONSIN		
Postal Code:	53202		
Entity Type:	National Association: UNITED STATES		
PROPERTY NUMBERS Total: 54			
Property Type	Number	Word Mark	
Registration Number:	2878209	BACKBEAT BOOKS	
Serial Number:	75045328	BAUDWAY COMMUNICATIONS	
Registration Number:	2078114	CARTA	
Registration Number:	1459186	DAYBREAK PRODUCTIONS	
Registration Number:	2125712	ESSENTIAL ELEMENTS	
Registration Number:	2891426	ESSENTIAL TECHNIQUE	
Registration Number:	1082469	EXPRESSIVE ARTS	
Registration Number:	1050640	E-Z PLAY	
Registration Number:	1236314	EZ PLAY TODAY	
Registration Number:	2279695	FAST TRACK	
Registration Number:	1450735	THE GRAND STAND	
Registration Number:	3443189	GUITAR XTRA	
Registration Number:	2924566	GUITAR PLAY-ALONG	

Registration Number:	1967973	HAL LEONARD
Registration Number:	2921847	JAZZ PLAY ALONG
Registration Number:	3510701	JAZZ PLAY-ALONG
Registration Number:	3008569	JOY OF SINGING
Registration Number:	1522200	MUSIC DISPATCH
Registration Number:	2559958	MUSIC EXPRESS
Registration Number:	2939809	PAPERBACK SONGS
Registration Number:	2934860	PIANO DAY SPA
Registration Number:	2891425	PLAY TODAY!
Registration Number:	3529539	PLAY WITH THE CD
Registration Number:	2474423	PRAISESONG
Registration Number:	2934243	PRO VOCAL
Registration Number:	1555355	RECORDED VERSIONS
Registration Number:	1577734	RUBANK
Registration Number:	3711053	SHEET MUSIC DIRECT
Registration Number:	2850657	SHEETMUSICDIRECT.COM
Registration Number:	1928073	SIGNATURE LICKS
Registration Number:	3653846	TOTAL BAND DIRECTOR
Registration Number:	1551888	TRANSCRIBED SCORES
Registration Number:	1769402	XYLOTONE
Registration Number:	1998896	MUSIC INTERACTIVE
Registration Number:	1624757	EASY ELECTRONIC KEYBOARD MUSIC
Registration Number:	1475755	SOLOTRAX
Registration Number:	1574064	ARTIST TRANSCRIPTIONS
Registration Number:	0934965	LEARNING UNLIMITED
Registration Number:	1016839	HLP
Registration Number:	0876074	MIX'N MATCH
Registration Number:	0847623	FUN 'N EASY
Registration Number:	1587280	SIGNATURE LICKS
Registration Number:	1562120	KEYBOARD DYNAMICS
Registration Number:	1567081	INSTANT ELECTRONIC KEYBOARD
Registration Number:	1524266	VOCAL TRAX
Registration Number:	1461772	TUNE UPS
Registration Number:	1404657	COMPUTER HITWARE
Registration Number:	1347484	MACMUSIC

	1173161	SOUNDPOWER
Registration Number:	1121407	EZ PLAY MUSIC
Serial Number:	74435959	PUZZLE SONGS
Serial Number:	74417289	SING-A-SONG STORYBOOK PRESS 'N' PLAY
Serial Number:	73721617	INSTANT KEYBOARD
Serial Number:	73512750	COMPUTER SHEET MUSIC

#### CORRESPONDENCE DATA

Fax Number: 4142974900

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

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Correspondent Name: Dayna Frenkel

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Address Line 2: 777 E. Wisconsin Avenue

Address Line 4: Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	067854-0101
NAME OF SUBMITTER:	Jennifer Vandenplas
Signature:	/Jennifer Vandenplas/
Date:	08/02/2013

#### Total Attachments: 7

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**Grant of Security Interest  
in United States Patents and Trademarks**

May 31, 2013

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, Hal Leonard Corporation, a Wisconsin corporation (the "Grantor"), hereby grants to BMO Harris Bank N.A., as administrative agent for the Creditor Parties (the "Grantee"), a security interest in all of the Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter arising or acquired:

- i. each United States patent and patent application, including each patent and patent application referred to on Schedule A hereto;
- ii. each patent license, including each patent license listed on Schedule A hereto;
- iii. each United States trademark, trademark registration and trademark application, and all of the goodwill of the business connected with the use of, and symbolized by, each trademark, trademark registration and trademark application, including each Trademark, trademark registration and trademark application referred to in Schedule B hereto;
- iv. each Trademark License, whether registered or not, including each Trademark License referred to in Schedule B hereto, and all of the goodwill of the business connected with the use of, and symbolized by, each Trademark; and
- v. all products and proceeds of the foregoing, including any claim by the Grantor against third parties for past, present or future infringement of any patent, or past, present or future infringement or dilution of any Trademark or Trademark registration, including any patent or Trademark listed on Schedule A or B hereto, or under any patent or Trademark licensed under any patent license or Trademark License, including any such License listed on Schedule A or B hereto, or for injury to the goodwill associated with any Trademark, Trademark registration or Trademark License.

THIS GRANT is granted in conjunction with the security interests granted to the Grantee pursuant to the Amended and Restated General Security Agreement between the Grantor and the Grantee dated as of April 29, 2013 and the Amended and Restated Trademark and Copyright Security Agreement among the Grantor, the Grantee and certain other parties dated as of May 31, 2013, each as amended, restated, supplemented or otherwise modified from time to time (each, a "Security Agreement" and, together, the "Security Agreements"). All capitalized terms used herein without definition shall have the same meanings herein as such terms are defined in the applicable Security Agreement.

The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to, those set forth in the Security Agreements, all terms and provisions of which are incorporated herein by reference. In the event

that any provisions of this Agreement are deemed to conflict with the Security Agreements, the provisions of the Security Agreements shall govern.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

HAL LEONARD CORPORATION, as Grantor

By: Thomas J. Frisch

Name: Thomas J. Frisch

Title: Vice President

BMO HARRIS BANK N.A., as administrative  
agent for the Creditor Parties, as Grantee

By: \_\_\_\_\_

Name: Jude M. Carlin

Title: Vice President

By: \_\_\_\_\_

Name: Philip Sanfilippo

Title: Vice President

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first written above.

HAL LEONARD CORPORATION, as Grantor

By: \_\_\_\_\_

Name: Daniel J. Bauer

Title: Senior Vice President, Chief  
Financial Officer and Secretary

BMO HARRIS BANK N.A., as administrative  
agent for the Creditor Parties, as Grantee

By: \_\_\_\_\_

Name: Jude M. Carlin

Title: Vice President

By: \_\_\_\_\_

Name: Philip Sanfilippo

Title: Vice President

Grant of Security Interest in United States Patents and Trademarks

4819-7731-0484

**TRADEMARK**  
**REEL: 005081 FRAME: 0986**

**Schedule A to Patent and Trademark Agreement**

**PATENTS AND PATENT APPLICATIONS**

<b>Patent Name</b>	<b>Serial Number</b>
Electronic Keyboard Design	009,680

**PATENT LICENSES**

None.



**Schedule B to Patent and Trademark Agreement**

**TRADEMARK REGISTRATIONS**

<b>Trademark File Name</b>	<b>Reg. No.</b>
Backbeat Books & Design	?
Baudway	Serial No. 75/045,328
CARTA	2078114
Daybreak Productions	1,459,186
Essential Elements	2125712
Essential Technique	2891426
Expressive Arts	1,082,469
E-Z Play	1,050,640
	1056739
	TMA235,863
E-Z Play Today	1,236,314
	1,186,630
	B384343
Fast Track	2,279,695
Grand Stand	1,450,735
Guitar Xtra	3,443,189
Guitar Play-Along	2,924,566
HLC Logo	1,967,973
Jazz Play-Along	2,921,847
Jazz Play-Along	3,510,701
Joy Of Singing	3,008,569
Music Dispatch	1,522,200
Music Dispatch – CANADA	TMA369201
Music Express	2559958
Paperback Songs	2939809
Piano Day Spa	2,934,860
Play Today!	2891425
Play With The CD	3,529,539
Praisesong	2474423
Pro Vocal	2934243
Recorded Versions	1,555,355
Rubank	1,577,734
Sheet Music Direct	?
SHEETMUSICDIRECT.COM	2,850,657
Signature Licks (stylized)	1,928,073
Total Band Director	3,653,846
Transcribed Scores	1,551,888
EZ Play Music	1121407

**TRADEMARK APPLICATIONS**

None.

**TRADEMARK LICENSES**

None.