

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
Musical Kidz LLC		10/01/2013	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Concord Music Group, Inc.
Street Address:	100 N. Crescent Dr.
Internal Address:	Garden Level
City:	Beverly Hills
State/Country:	CALIFORNIA
Postal Code:	90210
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3		
Property Type	Number	Word Mark
Registration Number:	4295176	MUSIC FOR LITTLE PEOPLE
Registration Number:	2056672	MUSIC FOR LITTLE PEOPLE
Registration Number:	2066222	EARTHBEAT

CORRESPONDENCE DATA	
Fax Number:	3103854281
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	(310) 385-4455
Email:	polly.kwok@concordmusicgroup.com
Correspondent Name:	Concord Music Group, Inc.
Address Line 1:	100 N. Crescent Dr.
Address Line 2:	Garden Level
Address Line 4:	Beverly Hills, CALIFORNIA 90210

NAME OF SUBMITTER:	Pollyanna Kwok
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OP \$90.00 4295176

Signature:	/Pollyanna Kwok/
Date:	10/04/2013
Total Attachments: 4 source=Assignment of Trademarks 10-1-13#page1.tif source=Assignment of Trademarks 10-1-13#page2.tif source=Assignment of Trademarks 10-1-13#page3.tif source=Assignment of Trademarks 10-1-13#page4.tif	

ASSIGNMENT OF TRADEMARKS
(Asset Purchase and Sale Agreement – Musical Kidz LLC)

This ASSIGNMENT OF TRADEMARKS (this "Assignment"), is made and entered into as of October 1, 2013 by and between CONCORD MUSIC GROUP, INC., a Delaware corporation, as assignee ("Assignee") and MUSICAL KIDZ LLC, a California limited liability corporation, as assignor ("Assignor").

RECITALS:

A. Assignor has adopted, used, is using or has licensed, and is the owner of the trademarks referred to on Schedule A attached hereto, and any renewals and extensions of such trademarks, together with the goodwill of the business associated therewith, including the right to sue for and collect damages for the past, present and future infringement of such trademarks (the "Trademarks");

B. Assignee and Assignor, together with Leib Ostrow, an individual, are parties to an Asset Purchase and Sale Agreement, dated as of October 1, 2013 (as may be amended from time to time, the "Asset Purchase and Sale Agreement"), pursuant to which Assignor has agreed to, among other things, assign all right, title and interest in and to the Trademarks to Assignee and to enter into this Assignment. Capitalized terms used herein, not otherwise defined herein, shall have the meanings ascribed to them in the Asset Purchase and Sale Agreement.

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

1. Assignment. Assignor hereby sells, assigns, transfers and sets over to Assignee all right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the registrations thereof, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives to be used as fully and entirely as said rights would have been held and enjoyed by Assignor if this assignment and sale had not been made.

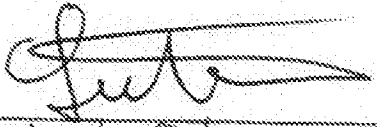
2. Assignment Procedure. Assignor hereby requests the Commissioner of Patents and Trademarks, and the corresponding entities or agencies in any applicable foreign countries, to record Assignee as the assignee and owner of the Trademarks.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, each of the parties has duly executed, or caused this Assignment to be executed on its behalf by its representatives thereunto duly authorized, all as of the day and year first above written.

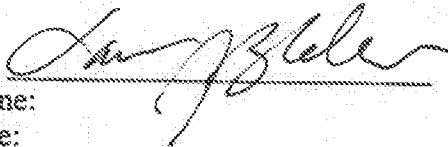
ASSIGNOR:

MUSICAL KIDZ LLC

By: 
Name: Leib Ostrov
Title: President

ASSIGNEE:

CONCORD MUSIC GROUP, INC.

By: 
Name:
Title:

TRADEMARK

REEL: 005124 FRAME: 0501

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

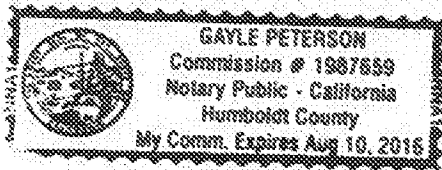
CIVIL CODE § 1189

State of California

County of Humboldt

On 10/1/13 before me, Gayle Peterson

personally appeared Leibostrow



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: Gayle Peterson

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: Assignment of Trademark

Document Date: 10/1/13 Number of Pages:

Signer(s) Other Than Named Above:

Capacity(ies) Claimed by Signer(s)

Signer's Name:

Corporate Officer -- Title(s):

Individual

Partner -- Limited General

Attorney in Fact

Trustee

Guardian or Conservator

Other:

Signer's Name:

Corporate Officer -- Title(s):

Individual

Partner -- Limited General

Attorney in Fact

Trustee

Guardian or Conservator

Other:

Signer Is Representing:

Signer Is Representing:

Schedule A

ASSIGNED TRADEMARKS

Mark	Country	Class	Application Number	Filing Date	Registration Number	Effective Reg. Date
Music For Little People Elf & Block Letter Logo	USA	009		June 15, 2012	4,295,176	February 26, 2013
Music For Little People - Block Letters	USA	009		June 23, 1995	2,056,672	April 29, 1997
EarthBeat! Block Letters	USA	009		June 23, 1995	2,066,222	February 26, 2013

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