

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM297682

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Alfred Publishing Co., Inc.		03/10/2014	CORPORATION: NEW YORK
RECEIVING PARTY DATA			
Name:	Chase Capital Corporation, as Administrative Agent		
Street Address:	10 SOUTH DEARBORN		
Internal Address:	Floor 19		
City:	CHICAGO		
State/Country:	ILLINOIS		
Postal Code:	60603		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3978956	SOUND INNOVATIONS	
CORRESPONDENCE DATA			
Fax Number:	2149813400		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	214-981-3483		
Email:	dclark@sidley.com		
Correspondent Name:	Dusan Clark, Esq.		
Address Line 1:	Sidley Austin LLP		
Address Line 2:	717 N. Harwood St., Suite 3400		
Address Line 4:	Dallas, TEXAS 75201		
ATTORNEY DOCKET NUMBER:	36084-36970		
NAME OF SUBMITTER:	Dusan Clark		
SIGNATURE:	/Dusan Clark/		
DATE SIGNED:	03/10/2014		
Total Attachments: 3			
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CH \$40.00 3978956

**CONFIRMATORY GRANT OF SECURITY INTEREST
(TRADEMARK)**

This confirmation of grant of security interest (this "Confirmatory Grant") is made as of March 10, 2014 by Alfred Publishing Co., Inc., a New York corporation (the "Grantor") in favor of Chase Capital Corporation, as administrative agent (the "Grantee"), under that certain Amended and Restated Credit and Security Agreement, dated as of March 10, 2014 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Credit Agreement"), by and among Grantor, as borrower, certain subsidiaries of the Grantor, as guarantors, the lenders referred to therein and the Grantee, as administrative agent (which Credit Agreement amends and restates in its entirety that certain Second Lien Credit, Security, Guaranty and Pledge Agreement, dated as of November 30, 2009, by and among the Grantor, the subsidiaries of the Grantor party thereto as guarantors, the lenders party thereto and the Grantee, as administrative agent).

A. The Grantor did, through its execution of (i) the Credit Agreement and (ii) that certain Amended and Restated Patent, Copyright and Trademark Security Agreement, dated as of March 10, 2014 (the "Intellectual Property Security Agreement"), grant a security interest to the Grantee in and to, among other things, any and all of the Grantor's right, title and interest in and to the trademarks set forth on Exhibit A attached hereto (the "Trademarks").

B. The Grantor desires to confirm having granted such security interest in, among other things, any and all of its right, title and interest in and to the Trademarks, to Grantee.

Accordingly, the Grantor confirms that it granted to the Grantee a security interest in, among other things, any and all of the Grantor's right, title and interest in and to the Trademarks. The terms of the Credit Agreement and Intellectual Property Security Agreement will control in the event of any conflict between such agreements and this Confirmatory Grant.

IN WITNESS WHEREOF, Grantor has executed this Confirmatory Grant effective as of the date first written above.

ALFRED PUBLISHING CO., INC.

By: 

Name: Ron Manus

Title: President

Confirmatory Grant of Security Interest In United States Trademarks (Alfred Publishing)

TRADEMARK
REEL: 005234 FRAME: 0362

CONFIRMATORY GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS

Exhibit A - SCHEDULE OF TRADEMARKS

<u>Owner</u>	<u>Trademark Description</u>	<u>Registration Number</u>
Alfred Publishing Co., Inc.	Music For Little Mozarts	TMA612834
Alfred Publishing Co., Inc.	Sound Innovations	3,978,956