

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM301756

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Termination and Release of Security Interest in Trademark Rights-Term Loan		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JPMorgan Chase Bank, N.A.		04/02/2014	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	GTRC Services, Inc.		
Street Address:	5795 Lindero Canyon Road		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362		
Entity Type:	CORPORATION: DELAWARE		
Name:	Musician's Friend, Inc.		
Street Address:	5795 Lindero Canyon Road		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362		
Entity Type:	CORPORATION: DELAWARE		
Name:	Music123, Inc.		
Street Address:	5795 Lindero Canyon Road		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362		
Entity Type:	CORPORATION: DELAWARE		
Name:	Woodwind & Brasswind, Inc.		
Street Address:	5795 Lindero Canyon Road		
City:	Westlake Village		
State/Country:	CALIFORNIA		
Postal Code:	91362		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 64			

CH \$1615.00 1107200

Property Type	Number	Word Mark
Registration Number:	1107200	JET-TONE
Registration Number:	1318025	GRIME GUTTER
Registration Number:	1446299	LYONS
Registration Number:	1654877	JO-RAL
Registration Number:	1682861	RIA FINE SAXOPHONE & CLARINET MOUTHPIECE
Registration Number:	1692880	LAZER
Registration Number:	1804375	WOLFPAC
Registration Number:	1922887	FULLERTON
Registration Number:	2247491	ROGUE
Registration Number:	2542706	KARL WILLHELM
Registration Number:	2577867	BELLAFINA
Registration Number:	2789241	BANDNOW
Registration Number:	3261383	FULLERTON
Registration Number:	2711231	ALLORA
Registration Number:	2819420	FLOREA
Registration Number:	2913700	BAJA
Registration Number:	2822780	VERVE
Registration Number:	2980482	ARCOLLA CF
Registration Number:	3007043	VALDESTA
Registration Number:	2936992	SILVER CREEK
Registration Number:	3666807	PULSE
Registration Number:	3158086	ADESSO
Registration Number:	3158209	KEYTECH
Registration Number:	1276584	LYONS
Registration Number:	1318652	
Registration Number:	1318653	LYONS
Registration Number:	1812560	MUSICIAN'S FRIEND
Registration Number:	1867349	DRUMS IN THE WIND
Registration Number:	2238700	MUSICIAN'S FRIEND
Registration Number:	2324957	SHOPCHECK
Registration Number:	2324958	PLAYTEST
Registration Number:	2412387	MUSICIAN'S FRIEND
Registration Number:	2627153	MUSIC123.COM
Registration Number:	2689669	BAND123
Registration Number:	2492090	MUSICIANSFRIEND.COM
Registration Number:	2572703	AXMAN
Registration Number:	2847715	SHEETMUSIC123.COM
Registration Number:	2802687	GUITARS123.COM
Registration Number:	2813387	MISUPPLY

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	2562681	LASER TRIMMED
Registration Number:	2680722	BAND123
Registration Number:	2731573	MOLTO PRESTO
Registration Number:	2746794	CHICAGO JAZZ SERIES
Registration Number:	2942606	PLAY NOW
Registration Number:	2946523	ROCKWIND
Registration Number:	2914943	DRUMWIND
Registration Number:	2980483	THE STRING CENTRE
Registration Number:	3073117	AJ'S PRO PERCUSSION
Registration Number:	3073197	HARMONY CENTRAL
Serial Number:	78602010	MAINLINE
Serial Number:	78602107	MAINLINE AUDIO
Serial Number:	78648056	THE MUSIC GEAR GARAGE
Serial Number:	78712559	GUITAR SALE
Serial Number:	78730891	MUSICAL SANDBOX
Serial Number:	78759285	MUSIC AS EASY AS 123
Serial Number:	78783809	5TH GEAR
Serial Number:	78783810	ECHO MAN
Serial Number:	78783812	SHEEN MACHINE
Serial Number:	78783814	METAL MAN
Serial Number:	78783816	RAZOR PHASER
Registration Number:	3341733	PRO PLAYER
Serial Number:	78850445	MUSIC EMPORIUM
Registration Number:	2387979	MUSIC123.COM
Registration Number:	1927030	THE WOODWIND & THE BRASSWIND

CORRESPONDENCE DATA

Fax Number: 2124552502

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

Phone: (212) 455-7803

Email: ksolomon@stblaw.com

Correspondent Name: Jodie Sopher Pimentel, Esq.

Address Line 1: Simpson Thacher & Bartlett LLP

Address Line 2: 425 Lexington Avenue

Address Line 4: New York, NEW YORK 10017

ATTORNEY DOCKET NUMBER: 509265/1359

NAME OF SUBMITTER: Jodie Sopher Pimentel

SIGNATURE: /jsp/

DATE SIGNED: 04/16/2014

TRADEMARK

REEL: 005262 FRAME: 0445

Total Attachments: 5

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**TERMINATION AND RELEASE OF SECURITY INTEREST
IN TRADEMARK RIGHTS – TERM LOAN**

TERMINATION AND RELEASE dated as of April 2, 2014, from JPMorgan Chase Bank, N.A., a national banking association, in its capacity as Collateral Agent (the “Agent”) to GTRC Services, Inc., a Delaware corporation, located at 5795 Lindero Canyon Road, Westlake Village, California 91362; Musician’s Friend, Inc., a Delaware corporation, located at 5795 Lindero Canyon Road, Westlake Village, California 91362; Music123, Inc., a Delaware corporation, located at 5795 Lindero Canyon Road, Westlake Village, California 91362; and Woodwind & Brasswind, Inc., a Delaware corporation, located at 5795 Lindero Canyon Road, Westlake Village, California 91362 (collectively, the “Grantors”).

WITNESSETH:

WHEREAS, pursuant to the Security Agreement, dated as of October 9, 2007, in favor of the Agent (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”), a security interest (the “Security Interest”) was granted by the Grantors and certain affiliates of the Grantors to the Agent in certain collateral, including the Trademark Collateral (as hereinafter defined);

WHEREAS, pursuant to that certain Notice of Security Interest in Trademarks and Patents, between the Agent and Grantors dated October 9, 2007 (the “Notice”), Grantors, by reference to the Security Agreement, confirmed the grant of the Security Interest to the Agent specifically in certain Trademark and Patent Collateral;

WHEREAS, the Notice was recorded in the United States Patent and Trademark Office on October 23, 2007 at Reel 3644 and Frame 0500; and

WHEREAS, the Agent now desires to terminate and release the entirety of its Security Interest in the Trademark and Patent Collateral.

NOW, THEREFORE, for good and valuable consideration including the satisfaction of all obligations, indebtedness and liabilities secured by the Trademark and Patent Collateral pursuant to the Security Agreement, the receipt and adequacy of which are hereby acknowledged, and upon the terms set forth in this Termination and Release, the Agent hereby states as follows:

1. Definitions. The term “Trademark Collateral,” as used herein, shall mean all of the Grantors’ right, title and interest of every kind and nature as of the date hereof in the Trademarks listed on Schedule A hereto. The term “Trademarks” shall have the meaning provided by reference in the Security Agreement and Notice.

2. Release of Security Interest. In accordance with Section 5 of the Notice, the Agent hereby terminates, releases and discharges its Security Interest in the Trademark Collateral, without recourse, representation or warranty, and any right, title or interest of the Agent in such Trademark Collateral shall hereby cease and become void.

3. Further Assurances. Upon the reasonable request of the Grantors, and at the Grantors' sole cost and expense, the Agent hereby agrees to duly execute, acknowledge, procure and deliver any further documents and to do such other acts as may be reasonably necessary to effect the release of the Security Interest in the Trademark Collateral contemplated hereby.

IN WITNESS WHEREOF, the undersigned has executed this Termination and Release by its duly authorized officer as of the date first above written.

JPMORGAN CHASE BANK, N.A.

By: Lauren Baker
Name: Lauren Baker
Title: Vice President

Schedule A

TRADEMARKS

TITLE	REG. NO./ APP. NO.	CURRENT OWNER
JET-TONE	1107200	GTRC Services, Inc.
GRIME GUTTER	1318025	GTRC Services, Inc.
LYONS	1446299	GTRC Services, Inc.
JO-RAL	1654877	GTRC Services, Inc.
RIA FINE SAXOPHONE & CLARINET MOUTHPIECES	1682861	GTRC Services, Inc.
LAZER	1692880	GTRC Services, Inc.
WOLFPAK	1804375	GTRC Services, Inc.
FULLERTON	1922887	GTRC Services, Inc.
ROGUE	2247491	GTRC Services, Inc.
KARL WILLHELM	2542706	GTRC Services, Inc.
BELLAFINA	2577867	GTRC Services, Inc.
BANDNOW	2789241	GTRC Services, Inc.
FULLERTON	3261383	GTRC Services, Inc.
ALLORA	2711231	GTRC Services, Inc.
FLOREA	2819420	GTRC Services, Inc.
BAJA	2913700	GTRC Services, Inc.
VERVE	2822780	GTRC Services, Inc.
ARCOLLA CF	2980482	GTRC Services, Inc.
VALDESTA	3007043	GTRC Services, Inc.
SILVER CREEK	2936992	GTRC Services, Inc.
PULSE	3666807	GTRC Services, Inc.
ADESSO	3158086	GTRC Services, Inc.
KEYTECH	3158209	GTRC Services, Inc.
LYONS	1276584	Musician's Friend, Inc.
DESIGN ONLY	1318652	Musician's Friend, Inc.
LYONS	1318653	Musician's Friend, Inc.
MUSICIAN'S FRIEND	1812560	Musician's Friend, Inc.
DRUMS IN THE WIND	1867349	Musician's Friend, Inc.
MUSICIAN'S FRIEND	2238700	Musician's Friend, Inc.
SHOPCHECK	2324957	Musician's Friend, Inc.
PLAYTEST	2324958	Musician's Friend, Inc.

TITLE	REG. NO./ APP. NO.	CURRENT OWNER
MUSICIAN'S FRIEND	2412387	Musician's Friend, Inc.
MUSIC123.COM	2627153	Musician's Friend, Inc.
BAND123	2689669	Musician's Friend, Inc.
MUSICIANSFRIEND.COM	2492090	Musician's Friend, Inc.
AXMAN	2572703	Musician's Friend, Inc.
SHEETMUSIC123.COM	2847715	Musician's Friend, Inc.
GUITARS123.COM	2802687	Musician's Friend, Inc.
MISUPPLY	2813387	Musician's Friend, Inc.
LASER TRIMMED	2562681	Musician's Friend, Inc.
BAND123	2680722	Musician's Friend, Inc.
MOLTO PRESTO	2731573	Musician's Friend, Inc.
CHICAGO JAZZ SERIES	2746794	Musician's Friend, Inc.
PLAY NOW	2942606	Musician's Friend, Inc.
ROCKWIND	2946523	Musician's Friend, Inc.
DRUMWIND	2914943	Musician's Friend, Inc.
THE STRING CENTRE	2980483	Musician's Friend, Inc.
AJ'S PRO PERCUSSION	3073117	Musician's Friend, Inc.
HARMONY CENTRAL	3073197	Musician's Friend, Inc.
MAINLINE	78/602010	Musician's Friend, Inc.
MAINLINE AUDIO	78/602107	Musician's Friend, Inc.
THE MUSIC GEAR GARAGE	78/648056	Musician's Friend, Inc.
GUITAR SALE	78/712559	Musician's Friend, Inc.
MUSICAL SANDBOX	78/730891	Musician's Friend, Inc.
MUSIC AS EASY AS 123	78/759285	Musician's Friend, Inc.
5TH GEAR	78/783809	Musician's Friend, Inc.
ECHO MAN	78/783810	Musician's Friend, Inc.
SHEEN MACHINE	78/783812	Musician's Friend, Inc.
METAL MAN	78/783814	Musician's Friend, Inc.
RAZOR PHASER	78/783816	Musician's Friend, Inc.
PRO PLAYER	3341733	Musician's Friend, Inc.
MUSIC EMPORIUM	78/850445	Musician's Friend, Inc.
MUSIC123.COM	2387979	Music123, Inc.
THE WOODWIND & BRASSWIND	1927030	Woodwind & Brasswind, Inc.