

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM342835

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Phoenix Entertainment Partners, LLC		05/26/2015	LIMITED LIABILITY COMPANY: NORTH CAROLINA
RECEIVING PARTY DATA			
Name:	SONY/ATV MUSIC PUBLISHING LLC		
Street Address:	1906 West End Ave.		
Internal Address:	c/o Timothy L. Warnock, Riley Warnock & Jacobson PLC		
City:	Nashville		
State/Country:	TENNESSEE		
Postal Code:	37203		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
Name:	EMI ENTERTAINMENT WORLD, INC.		
Street Address:	1906 West End Ave.		
Internal Address:	c/o Timothy L. Warnock, Riley Warnock & Jacobson PLC		
City:	Nashville		
State/Country:	TENNESSEE		
Postal Code:	37203		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 4			
Property Type	Number	Word Mark	
Registration Number:	1923448	SOUND CHOICE	
Registration Number:	2000725	SOUND CHOICE	
Registration Number:	4099045	SOUND CHOICE	
Registration Number:	4099052	SOUND CHOICE	
CORRESPONDENCE DATA			
Fax Number:	2127986310		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	212 326 0112		
Email:	cmellevoid@pryorcashman.com, jalbrink@pryorcashman.com		

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Correspondent Name: Christopher Mellevoid, Esq.
Address Line 1: c/o Pryor Cashman LLP, 7 Times Square
Address Line 4: New York, NEW YORK 10036

ATTORNEY DOCKET NUMBER: 18627.00001

NAME OF SUBMITTER: Jonathan Albrink

SIGNATURE: /Jonathan Albrink/

DATE SIGNED: 05/29/2015

Total Attachments: 3

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GRANT OF SECURITY INTEREST IN TRADEMARKS

WHEREAS, Phoenix Entertainment Partners, LLC (the "**Grantor**") has adopted, used and is using, and holds all right, title and interest in and to, the trademarks and service marks listed on the annexed Schedule 1A, which trademarks and service marks are registered or applied for in the United States Patent and Trademark Office (the "**Trademarks**");

WHEREAS, the Grantor has entered into a Security Agreement, dated as of May 26, 2015 (as amended, restated or otherwise modified from time to time the "**Security Agreement**"), in favor of SONY/ATV MUSIC PUBLISHING LLC and EMI ENTERTAINMENT WORLD, INC., as secured parties (the "**Grantees**");

WHEREAS, pursuant to the Security Agreement, the Grantor has granted to the Grantees a continuing security interest in all right, title and interest of the Grantor in, to and under the Trademarks, together with, among other things, the good-will of the business symbolized by the Trademarks and the applications and registrations thereof, and all proceeds thereof, including, without limitation, any and all causes of action which may exist by reason of infringement thereof and any and all damages arising from past, present and future violations thereof (the "**Collateral**"), to secure the payment, performance and observance of the "**Obligations**" (as defined in the Security Agreement);

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor does hereby pledge unto the Grantees and grants to the Grantees a continuing security interest in the Collateral to secure the prompt payment and performance of the Obligations.

The Grantor does hereby further acknowledge and affirm that the rights and remedies of the Grantees with respect to the Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Assignor has caused this Grant to be duly executed by its officer thereunto duly authorized as of May 26, 2015.

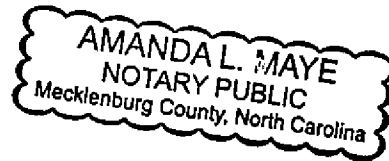
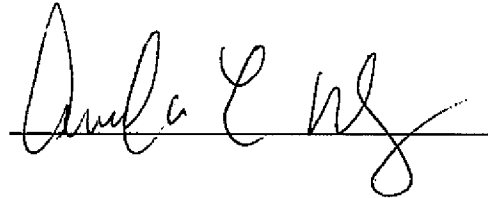
**PHOENIX ENTERTAINMENT PARTNERS,
LLC**

By: Kurt Slep
Name: Kurt Slep
Title: President

STATE OF NC

COUNTY OF ^{ss.:} Mecklenburg

On this 28th day of May, 2015, before me personally came Kurt Slep, to me known to be the person who executed the foregoing instrument, and who, being duly sworn by me, did depose and say that he is the President of Phoenix Entertainment Partners, LLC, a North Carolina limited liability company, and that he executed the foregoing instrument in the firm name of Phoenix Entertainment Partners, LLC, and that he had authority to sign the same, and he acknowledged to me that he executed the same as the act and deed of said firm for the uses and purposes therein mentioned.



SCHEDULE 1A TO GRANT OF SECURITY INTEREST IN TRADEMARKS

**GRANT OF SECURITY INTEREST IN TRADEMARKS (PHOENIX
ENTERTAINMENT PARTNERS, LLC TO SONY/ATV MUSIC PUBLISHING LLC
AND EMI ENTERTAINMENT WORLD, INC.)**

Trademark Applications and Registrations

MARK	COUNTRY	SERIAL NO./ REGISTRATION. NO.	FILING DATE/ REGISTRATION DATE	STATUS	RECORD OWNER
Sound Choice	U.S.	1923448	10/03/1995	Registered	Phoenix Entertainment Partners, LLC
Sound Choice & Design	U.S.	2000725	09/17/1996	Registered	Phoenix Entertainment Partners, LLC
Sound Choice	U.S.	4099045	02/14/2012	Registered	Phoenix Entertainment Partners, LLC
Sound Choice & Design	U.S.	4099052	02/14/2012	Registered	Phoenix Entertainment Partners, LLC

Owned by Phoenix Entertainment Partners, LLC