

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM348339

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT OF THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ST Music LLC		07/16/2015	LIMITED LIABILITY COMPANY: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Downtown Music Holdings (IOM) Limited		
<b>Street Address:</b>	485 Broadway, 3rd Floor		
<b>City:</b>	New York		
<b>State/Country:</b>	NEW YORK		
<b>Postal Code:</b>	10013		
<b>Entity Type:</b>	Limited Company: ISLE OF MAN		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4009990	SONGTRUST	
<b>Registration Number:</b>	4013927		
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<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>			
<b>Email:</b>	ipdocket@foxrothschild.com		
<b>Correspondent Name:</b>	Michael J. Leonard		
<b>Address Line 1:</b>	Fox Rothschild LLP		
<b>Address Line 2:</b>	997 Lenox Drive, Bldg. 3		
<b>Address Line 4:</b>	Lawrenceville, NEW JERSEY 08648-2311		
<b>ATTORNEY DOCKET NUMBER:</b>	134480.00002		
<b>NAME OF SUBMITTER:</b>	Michael J. Leonard		
<b>SIGNATURE:</b>	/michael leonard/		
<b>DATE SIGNED:</b>	07/16/2015		
<b>Total Attachments: 2</b>			
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## TRADEMARK ASSIGNMENT

THIS TRADEMARK ASSIGNMENT (the "Assignment") ("*Trademark Assignment*") dated July 16, 2015, is entered into by ST Music LLC, a Delaware limited liability company (the "*Assignor*") in favor of Downtown Music Holdings (IOM) Limited, an Isle of Man limited company (the "*Assignee*").

### RECITALS

Assignor owns certain rights in and to the Trademark/Service Marks identified in the attached Schedule A (the "*Trademarks*") together with the goodwill of the business symbolized by the Trademarks. Assignor desires to assign its interest in the Trademarks to Assignee, and Assignee desires to accept the assignment thereof.

### ASSIGNMENT

NOW THEREFORE, in consideration of good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound, Assignor hereby agrees as follows:

1. Assignor hereby sells, assigns and transfers to Assignee all of Assignor's right, title and interest in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks, and including but not limited to any and all rights to sell and transfer, any subsidiary rights that may exist in the Trademarks, the right to sue and recover any and all damages and profits, and any and all other remedies, for past, present or future infringements or violations thereof, all in Assignee's sole name.

2. This Assignment shall inure to the benefit of Assignee and its successors and assigns and shall be binding upon Assignor and its successors and assigns.

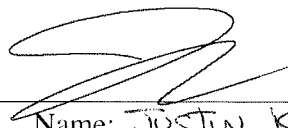
3. This Assignment and all questions relating to its validity, interpretation, performance and enforcement shall be governed by and construed in accordance with the laws of the State of New York.

4. This Assignment may not be changed or modified, except by an agreement in writing signed by each of the parties hereto.

IN WITNESS WHEREOF, the Assignor has executed this Trademark Assignment as of the day and year first above written.

**ST Music LLC**

By



Name: Justin Kalbfowitz

Title: Authorized Representative

**SCHEDULE "A"**

<b>Mark</b>	<b>Serial Number Registration No.</b>	<b>Status/Key Dates</b>	<b>Original Owner</b>
SONGTRUST	Serial No. 77880198 Reg. No. 4009990	Registered August 9, 2011	St Music LLC (Delaware Limited Liability Company)
Miscellaneous Design 	Serial No. 85150431 Reg. No. 4013927	Registered August 16, 2011	St Music LLC (Delaware Limited Liability Company)