

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM419926

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
DIRECTTOU, LLC		02/21/2017	Limited Liability Company: DELAWARE
RECEIVING PARTY DATA			
Name:	BANK OF AMERICA, N.A.		
Street Address:	333 South Hope Street, Suite 1300		
City:	Los Angeles		
State/Country:	CALIFORNIA		
Postal Code:	90071		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	4240701	BIG BOOK OF MUSIC	
Registration Number:	3907682	CC MUSIC	
Registration Number:	2275744	CC VIDEO	
Registration Number:	1860145	COLLECTORS' CHOICE	
Registration Number:	1858053	COLLECTORS' CHOICE MUSIC	
Registration Number:	3409924	DEEPDISCOUNT	
Registration Number:	3409913	DEEPDISCOUNT.COM	
Registration Number:	3215314	DEEPDISCOUNTCD.COM	
Registration Number:	3215313	DEEPDISCOUNTDVD.COM	
Registration Number:	2453998	DVDPLANET	
Registration Number:	1762498	HEARTLAND MUSIC	
Registration Number:	2376791	THE BIG BOOK OF MOVIES	
Registration Number:	2292647	HEARTLAND MUSIC	
CORRESPONDENCE DATA			
Fax Number:	2138960400		
<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:	2138915604		
Email:	aarnelle@buchalter.com		
TRADEMARK			

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Correspondent Name: Amy Arnelle
Address Line 1: 1000 Wilshire Boulevard, Suite 1500
Address Line 4: Los Angeles, CALIFORNIA 90017

NAME OF SUBMITTER: Amy Arnelle

SIGNATURE: /Amy Arnelle/

DATE SIGNED: 03/16/2017

Total Attachments: 5

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**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**


February 21, 2017

DIRECTTOU, LLC, a Delaware limited liability company whose address is 1401 Northwest 136th Avenue, Sunrise, Florida 33323 (“Debtor”) hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, as Agent whose address is 333 South Hope Street, Suite 1300, Los Angeles, California 90071 (the “Secured Party”), a security interest in and to all of the Debtor’s right, title and interest in and to: (a) the trademark and trademark registration therefor that are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the “Trademarks”), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by the Debtor (the “Patents”); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by the Debtor (the “Copyrights”) and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan and Security Agreement dated as of even date herewith (the “Agreement”), among Debtor and certain of its affiliates, as borrowers, the financial institutions party to the Agreement from time to time as lenders, and Secured Party. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the Trademarks, Patents and Copyrights.

[Signature page to follow.]

DIRECTTOU, LLC

By:  _____

Name: Bruce Ogilvie, Jr.

Title: Chairman and Chief Operating Officer

Exhibit A - Trademarks

UNITED STATES TRADEMARK REGISTRATIONS:


<u>Owner:</u>	<u>Reg. No.:</u>	<u>Mark:</u>
Directtou, LLC	4240701	BIG BOOK OF MUSIC
Directtou, LLC	3907682	CCMUSIC
Directtou, LLC	2275744	CCVIDEO
Directtou, LLC	1860145	COLLECTOR'S CHOICE
Directtou, LLC	1858053	COLLECTORS' CHOICE MUSIC
Directtou, LLC	3409924	DEEPDISCOUNT
Directtou, LLC	3409913	DEEPDISCOUNT.COM
Directtou, LLC	3215314	DEEPDISCOUNTCD.COM
Directtou, LLC	3215313	DEEPDISCOUNTDVD.COM
Directtou, LLC	2453998	DVDPLANET
Directtou, LLC	1762498	HEARTLAND MUSIC (& Design) 
Directtou, LLC	2376791	THE BIG BOOK OF MOVIES
Directtou, LLC	2292647	HEARTLAND MUSIC

EXHIBIT B

PATENTS

None

EXHIBIT C
COPYRIGHTS

None