

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM472377

|   |  |                       |                       |
|---|--|-----------------------|-----------------------|
| <b>SUBMISSION TYPE:</b>   | NEW ASSIGNMENT   |                       |                       |
| <b>NATURE OF CONVEYANCE:</b>  | SECURITY INTEREST  |                       |                       |
| <b>SEQUENCE:</b>  | 7  |                       |                       |
| <b>CONVEYING PARTY DATA</b>   |  |                       |                       |
| <b>Name</b>   | <b>Formerly</b>  | <b>Execution Date</b> | <b>Entity Type</b>    |
| Woodwind & Brasswind, Inc.  |  | 04/16/2018            | Corporation: DELAWARE |
| <b>RECEIVING PARTY DATA</b>   |  |                       |                       |
| <b>Name:</b>  | The Bank of New York Mellon Trust Company, N.A., as Notes Collateral Agent |                       |                       |
| <b>Street Address:</b>  | 2 N.LaSalle Street, Suite 700  |                       |                       |
| <b>City:</b>  | Chicago  |                       |                       |
| <b>State/Country:</b>   | ILLINOIS   |                       |                       |
| <b>Postal Code:</b>   | 60602  |                       |                       |
| <b>Entity Type:</b>   | National Banking Association: UNITED STATES                                |                       |                       |
| <b>PROPERTY NUMBERS Total: 1</b>  |  |                       |                       |
| <b>Property Type</b>  | <b>Number</b>  | <b>Word Mark</b>      |                       |
| <b>Registration Number:</b>   | 4547835  | WOODWIND & BRASSWIND  |                       |
| <b>CORRESPONDENCE DATA</b>  |  |                       |                       |
| <b>Fax Number:</b>  | 7147558290   |                       |                       |
| <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>Phone:</b>   | 714-540-1235   |                       |                       |
| <b>Email:</b>   | ipdocket@lw.com  |                       |                       |
| <b>Correspondent Name:</b>  | Latham & Watkins LLP   |                       |                       |
| <b>Address Line 1:</b>  | 650 Town Center Drive, Suite 2000  |                       |                       |
| <b>Address Line 4:</b>  | Costa Mesa, CALIFORNIA 92626   |                       |                       |
| <b>ATTORNEY DOCKET NUMBER:</b>  | 029217-0347  |                       |                       |
| <b>NAME OF SUBMITTER:</b>   | Anna T Kwan  |                       |                       |
| <b>SIGNATURE:</b>   | /atk/  |                       |                       |
| <b>DATE SIGNED:</b>   | 05/02/2018   |                       |                       |
| <b>Total Attachments: 10</b>  |  |                       |                       |
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| source=Guitar Center Notice of Security Interest in Trademarks and Patents#page2.tif  |  |                       |                       |
| source=Guitar Center Notice of Security Interest in Trademarks and Patents#page3.tif  |  |                       |                       |

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source=Guitar Center Notice of Security Interest in Trademarks and Patents#page10.tif

NOTICE OF SECURITY INTEREST IN TRADEMARKS AND PATENTS

This NOTICE OF SECURITY INTEREST IN TRADEMARKS AND PATENTS (“Notice”), effective as of April 16, 2018 (“Notice”) is made by GUITAR CENTER, INC., GTRC SERVICES, INC., MUSICIAN’S FRIEND, INC., MUSIC123, INC., WOODWIND & BRASSWIND, INC. and AVDG, LLC (each a “Grantor” and, collectively, the “Grantors”), in favor of The Bank of New York Mellon Trust Company, N.A., in its capacity as notes collateral agent (in such capacity and together with any successors in such capacity, the “Notes Collateral Agent”) for its own benefit and the benefit of the other Secured Parties (as defined in the Security Agreement referred to below).

W I T N E S S E T H:

WHEREAS, the Grantors are a party to a Security Agreement, dated as of April 16, 2018, by and among the Grantors, the other grantors party thereto and the Notes Collateral Agent (as amended, restated, supplemented or otherwise modified from time to time the “Security Agreement”); and

WHEREAS, pursuant to the Security Agreement, the Grantors are required to execute and deliver this Notice for the purpose of recording and confirming the grant of the security interest in favor of the Notes Collateral Agent in the Trademark Collateral and Patent Collateral (each as defined below) with the United States Patent and Trademark Office.

NOW, THEREFORE, in consideration of the mutual conditions and agreements set forth herein and in the Security Agreement, and for good and valuable consideration, the receipt of which is hereby acknowledged, the each Grantor and the Notes Collateral Agent, on its own behalf and on behalf of the other Secured Parties (and each of their respective successors or assigns), hereby agree as follows:

SECTION 1 Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement (including by reference) and used herein have the meaning given to them in the Security Agreement.

SECTION 2 Grant of Security Interest. In furtherance and as confirmation of the Security Interest granted by such Grantor to the Notes Collateral Agent (for its own benefit and the benefit of the other Secured Parties) under the Security Agreement, and as further security for the payment or performance, as the case may be, in full of the Secured Obligations, such Grantor hereby ratifies such Security Interest and grants to the Notes Collateral Agent (for its own benefit and the benefit of the other Secured Parties) a security interest in all of the right, title and interest of such Grantor in, to and under the following property, and each item thereof, whether now owned or now due, or in which such Grantor has an interest, or hereafter acquired, arising, or to become due, or in which such Grantor obtains an interest, together with all products, Proceeds, substitutions, and Accessions of or to any of the following property (collectively, the “Trademark and Patent Collateral”):

(a) All trademarks, trade names, corporate names, company names, Internet domain names, business names, fictitious business names, trade dress, trade styles, service marks, designs, logos, slogans (and all translations, adaptations, derivations and combinations of the foregoing) and indicia and other source and/or business identifiers, whether registered or unregistered, together with all registrations thereof, all applications in connection therewith (including, without limitation, the registrations and applications set forth on Exhibit A attached hereto and made a part hereof), and all extensions and renewals thereof, and any goodwill of the business connected with the use of, and symbolized by, any of the foregoing (collectively, “Trademarks”);

(b) All patents and applications for patents, and the inventions and improvements therein disclosed, and any and all divisions, revisions, reissues and continuations, continuations-in-part, extensions, and reexaminations of any of the foregoing, including, without limitation, the patents and patent applications set forth on Exhibit B attached hereto and made a part hereof (collectively, "Patents");

(c) All agreements, whether written or oral, providing for the grant by or to any Grantor of any right under any Trademark or Patent (collectively, "Licenses");

(d) All income, royalties, damages and payments now and hereafter due and/or payable under and with respect to any of the Trademarks, Patents and/or Licenses;

(d) The right to sue or otherwise recover for past, present and future infringements, misappropriations and dilutions of any of the foregoing; and

(e) All of such Grantor's rights corresponding to any of the foregoing throughout the world.

Notwithstanding the foregoing, the Trademark and Patent Collateral shall not include any intent-to-use trademark or service mark application filed pursuant to Section 1(b) of the Lanham Act prior to the filing of a statement of use or amendment to allege use in connection therewith with the United States Patent and Trademark Office but only to the extent that and solely during the period in which the grant of a security interest therein would result in the cancellation or invalidation of the registration that issues from such intent-to-use applications.

SECTION 3 Intent. This Notice is being executed and delivered by the Grantors for the purpose of recording and confirming the grant of the security interest in favor of the Notes Collateral Agent in the Trademark and Patent Collateral with the United States Patent and Trademark Office. It is intended that the security interest granted pursuant to this Notice is granted in conjunction with, and not in addition to or limitation of, the Security Interest granted to the Notes Collateral Agent, for its own benefit and the benefit of the other Secured Parties, under the Security Agreement. All provisions of the Security Agreement shall apply to the Trademark and Patent Collateral. The Notes Collateral Agent shall have the same rights, remedies, powers, privileges and discretions with respect to the security interests created in the Trademark and Patent Collateral as in all other Collateral. In the event of a conflict between this Notice and the Security Agreement, the terms of the Security Agreement shall control.

SECTION 4. Recordation. The Grantors authorize and request that the Commissioner for Patents and the Commissioner for Trademarks and any other applicable government officer record this Notice.

SECTION 5. Not Responsible for Recitals. The recitals contained herein shall be taken as the statements of the Grantor and the Notes Collateral Agent assumes no responsibility for their correctness. The Notes Collateral Agent makes no representations as to the validity or sufficiency of this Agreement.

[SIGNATURE PAGES FOLLOW]

IN WITNESS WHEREOF, the Grantors and the Notes Collateral Agent have caused this Notice to be executed by their duly authorized officers as of the date first above written.

GRANTORS:

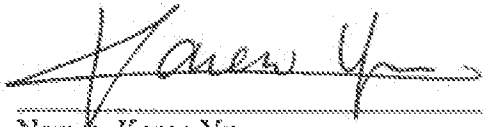
GUITAR CENTER, INC.  
GTRC SERVICES, INC.  
MUSIC123, INC.  
MUSICIAN'S FRIEND, INC.  
WOODWIND & BRASSWIND, INC.  
AVDG, LLC

By: 

Name: Tim Martin

Title: Chief Financial Officer

THE BANK OF NEW YORK MELLON  
TRUST COMPANY, N.A., as Notes Collateral  
Agent

By:   
Name: Karen Yu  
Title: Vice President

**EXHIBIT A**

**Trademark and Service Mark Registrations and Applications**




| <b>Grantor</b>      | <b>Mark</b>   | <b>Registration No. /<br/>(Serial No.)</b> | <b>Registration Date /<br/>(Filing Date)</b> |
|---------------------|---|--|--|
| GTRC Services, Inc. | Acoustic (design mark – race track with no shading) | 2312001                                    | 1/25/2000                                    |
| GTRC Services, Inc. | Acoustic (design mark – race track with no shading) | 2470898                                    | 7/24/2001                                    |
| GTRC Services, Inc. | Acoustic (design mark – race track with shading)    | 2294166                                    | 11/23/1999                                   |
| GTRC Services, Inc. | Acoustic (word mark)                                | 2309450                                    | 1/18/2000                                    |
| GTRC Services, Inc. | Acoustic (word mark)                                | 2309451                                    | 1/18/2000                                    |
| GTRC Services, Inc. | Acoustic (word mark)                                | 2312002                                    | 1/25/2000                                    |
| GTRC Services, Inc. | Acoustic (word mark)                                | 2580641                                    | 6/18/2002                                    |
| GTRC Services, Inc. | Aere Series   | 4743006                                    | 5/26/2012                                    |
| GTRC Services, Inc. | Agazarian   | 3490742                                    | 8/19/2008                                    |
| GTRC Services, Inc. | Allora  | 2711231                                    | 4/29/2003                                    |
| GTRC Services, Inc. | All We Sell Is The Greatest Feeling On Earth        | 4549318                                    | 6/10/2014                                    |
| Guitar Center, Inc. | Any Gear Anytime Anywhere                           | 4568821                                    | 7/15/2014                                    |
| GTRC Services, Inc. | Arcolla CF  | 2980482                                    | 8/2/2005                                     |
| GTRC Services, Inc. | Arioso  | 4721621                                    | 4/14/2015                                    |
| Guitar Center, Inc. | Audio Solutions                                     | 4137160                                    | 5/1/2012                                     |
| GTRC Services, Inc. | Baja (word mark)                                    | 3863385                                    | 10/19/2010                                   |
| GTRC Services, Inc. | Baja (word mark)                                    | 3829115                                    | 8/3/2010                                     |
| GTRC Services, Inc. | Baja Percussion (design)                            | 4653074                                    | 12/9/2014                                    |
| GTRC Services, Inc. | Bandnow (stylized and/or with design)               | 2789241                                    | 12/2/2003                                    |
| Guitar Center, Inc. | Be Who U Want Play What U Want                      | 4226374                                    | 10/16/2012                                   |
| GTRC Services, Inc. | Bellafina   | 2577867                                    | 6/11/2002                                    |
| GTRC Services, Inc. | Black Label and Design                              | 3141551                                    | 9/12/2006                                    |
| GTRC Services, Inc. | Control Acoustics                                   | 3778624                                    | 4/20/2010                                    |
| Guitar Center, Inc. | Cymbal-A-Thon                                       | 4322273                                    | 4/16/2013                                    |
| GTRC Services, Inc. | DeltaLab (rectangle)                                | 3647550                                    | 6/30/2009                                    |
| GTRC Services, Inc. | DeltaLab (simple)                                   | 3651106                                    | 7/7/2009                                     |
| GTRC Services, Inc. | DeltaLab (word mark)                                | 3651105                                    | 7/7/2009                                     |
| Guitar Center, Inc. | Destination Drum Shop                               | (87557791)                                 | (8/6/2017)                                   |
| GTRC Services, Inc. | Digital Reference                                   | 2307875                                    | 1/11/2000                                    |
| GTRC Services, Inc. | Dr Pro and Design                                   | 3296826                                    | 9/25/2007                                    |
| Guitar Center, Inc. | Encore Rewards                                      | 3854571                                    | 9/28/2010                                    |
| GTRC Services, Inc. | Etude   | 3493659                                    | 8/26/2008                                    |
| GTRC Services, Inc. | Etude (design mark)                                 | 3564603                                    | 1/20/2009                                    |
| Guitar Center, Inc. | Find Your Sound                                     | 5272372                                    | 8/22/2017                                    |
| Guitar Center, Inc. | Find your Voice                                     | 3068209                                    | 3/14/2006                                    |
| GTRC Services, Inc. | Florea (stylized and/or with design)                | 2819420                                    | 3/2/2004                                     |
| GTRC Services, Inc. | FretRest  | 2884873                                    | 9/14/2004                                    |
| GTRC Services, Inc. | G (Giardinelli 2015 design mark)                    | 5033283                                    | 8/30/2016                                    |
| Guitar Center, Inc. | Gain  | 3623478                                    | 5/19/2009                                    |

| Grantor             | Mark   | Registration No. /<br>(Serial No.) | Registration Date /<br>(Filing Date) |
|---------------------|--|------------------------------------|--------------------------------------|
| Guitar Center, Inc. | GC Garage Guitar Tune Ups and Repair   | 4047950                            | 11/1/2011                            |
| Guitar Center, Inc. | GC PRO   | 4083283                            | 1/10/2012                            |
| Guitar Center, Inc. | GC PRO   | 4083286                            | 1/10/2012                            |
| Guitar Center, Inc. | GC Sessions  | 4673620                            | 1/20/2015                            |
| Guitar Center, Inc. | GC Studios   | 3635867                            | 6/9/2009                             |
| Guitar Center, Inc. | GC Studios (logo) [Lessons GC Studios Rehearsals]  | 3729786                            | 12/22/2009                           |
| Guitar Center, Inc. | Gear-A-Thon  | 4322272                            | 4/16/2013                            |
| Guitar Center, Inc. | Gear Heads   | 4841952                            | 10/27/2015                           |
| GTRC Services, Inc. | Gear One   | 4653034                            | 12/9/2014                            |
| GTRC Services, Inc. | Giardinelli (new logo) (design mark/use in commerce) color important                           | 3202210                            | 1/23/2007                            |
| GTRC Services, Inc. | Giardinelli (new logo) (design mark/use in commerce) color                                     | 3213513                            | 2/27/2007                            |
| GTRC Services, Inc. | Giardinelli (word mark)  | 3617701                            | 5/5/2009                             |
| GTRC Services, Inc. | Giardinelli (word mark)  | 3334951                            | 11/13/2007                           |
| GTRC Services, Inc. | Giardinelli (2015 design mark)   | 5192744                            | 4/25/2017                            |
| GTRC Services, Inc. | Giardinelli (2015 design mark)   | 5033282                            | 8/30/2016                            |
| GTRC Services, Inc. | Grabbers   | 3938392                            | 3/29/2011                            |
| GTRC Services, Inc. | Grime Gutter   | 1318025                            | 2/5/1985                             |
| Guitar Center, Inc. | Guitar-A-Thon  | 5331558                            | 11/7/2017                            |
| Guitar Center, Inc. | Guitar Center  | 2280874                            | 9/28/1999                            |
| Guitar Center, Inc. | Guitar Center & Design (Disclaimer of "Guitar Center" apart from mark)                         | 1290481                            | 8/14/1984                            |
| Guitar Center, Inc. | Guitar Center & Design (No Disclaimer of "Guitar Center" apart from mark)                      | 2085508                            | 8/5/1997                             |
| Guitar Center, Inc. | Guitar Center (logo)   | 3534059                            | 11/18/2008                           |
| Guitar Center, Inc. | Guitar Center (pick logo)  | 3569716                            | 2/3/2009                             |
| Guitar Center, Inc. | Guitar Center (word mark)  | 3906431                            | 1/18/2011                            |
| Guitar Center, Inc. | Guitar Center (words Guitar Center within drawing of pick)                                     | 3681099                            | 9/8/2009                             |
| Guitar Center, Inc. | Guitar Center GC Garage Guitar Tune Ups and Repair (design mark)                               | 4055136                            | 11/15/2011                           |
| Guitar Center, Inc. | Guitar Center Music Mentor Series and Design   | 4687184                            | 12/17/2015                           |
| Guitar Center, Inc. | Guitar Center Player Rewards   | 4080439                            | 1/3/2012                             |
| Guitar Center, Inc. | Guitar Center Sessions   | 4750358                            | 6/9/2015                             |
| Guitar Center, Inc. | Guitar Center Studios  | 4250600                            | 11/27/2012                           |
| Guitar Center, Inc. | Guitar Center Studios Lessons Guitar Bass Keys Vocals Drums Recording (circle)                 | 4437598                            | 11/19/2013                           |
| Guitar Center, Inc. | Guitar Center Studios Rehearsals & Lessons Guitar Bass Keys Vocals Drums Recording (rectangle) | 4437599                            | 11/19/2013                           |
| Guitar Center, Inc. | Guitar Center's Drum Off   | 2810188                            | 2/3/2004                             |
| Guitar Center, Inc. | Guitar Center Lessons Instruction & Workshop (circle design)                                   | 4816938                            | 9/22/2015                            |



| Grantor                 | Mark  | Registration No. /<br>(Serial No.) | Registration Date /<br>(Filing Date) |
|-------------------------|---|------------------------------------|--------------------------------------|
| Guitar Center, Inc.     | Guitar Center Lessons Instruction & Workshop (rectangle design) | 4817346                            | 9/22/2015                            |
| Guitar Center, Inc.     | Guitar Center Lessons Instructions & Workshops (word mark)      | 5048228                            | 9/27/2016                            |
| Guitar Center, Inc.     | GUITARCENTER.COM  | 4130469                            | 4/24/2012                            |
| Musician's Friend, Inc. | Guitars123.com  | 2802687                            | 1/6/2004                             |
| GTRC Services, Inc.     | Harbinger   | 3314673                            | 10/16/2007                           |
| GTRC Services, Inc.     | Harbinger and Design  | 4925387                            | 3/29/2016                            |
| Guitar Center, Inc.     | Jett  | 4837337                            | 10/20/2015                           |
| GTRC Services, Inc.     | Jet-Tone  | 1107200                            | 11/28/1978                           |
| GTRC Services, Inc.     | Jo-Ral (stylized and/or with design)                            | 1654877                            | 8/27/1991                            |
| GTRC Services, Inc.     | Jo-Ral (word mark)  | 4160370                            | 6/19/2012                            |
| GTRC Services, Inc.     | Karl Wilhelm  | 2542706                            | 2/26/2002                            |
| GTRC Services, Inc.     | Laguna  | 3481408                            | 8/5/2008                             |
| GTRC Services, Inc.     | Livewire and Design   | 5341623                            | 11/21/2017                           |
| GTRC Services, Inc.     | Livewire  | 5341624                            | 11/21/2017                           |
| GTRC Services, Inc.     | Live Wire   | 2831584                            | 4/13/2004                            |
| GTRC Services, Inc.     | Lucero and Design   | 3336330                            | 11/13/2007                           |
| GTRC Services, Inc.     | LvL Series and Design   | 4822007                            | 9/29/2015                            |
| GTRC Services, Inc.     | Lyons   | 1446299                            | 7/7/1987                             |
| Musician's Friend, Inc. | Lyons   | 1276584                            | 5/1/1984                             |
| Guitar Center, Inc.     | Midnight Madness  | 4143710                            | 5/15/2012                            |
| Musician's Friend, Inc. | Misupply  | 2813387                            | 2/10/2004                            |
| GTRC Services, Inc.     | Mitchell  | 3129275                            | 8/15/2006                            |
| GTRC Services, Inc.     | Mitchell (2016 design mark)                                     | 5097280                            | 12/6/2016                            |
| Guitar Center, Inc.     | miWholesale and Design  | 5114588                            | 1/3/2017                             |
| Guitar Center, Inc.     | Music & Arts (horizontal)                                       | 3485768                            | 8/12/2008                            |
| Guitar Center, Inc.     | Music & Arts (vertical)   | 3715720                            | 11/24/2009                           |
| Guitar Center, Inc.     | Musicarts.com   | 4941434                            | 4/19/2016                            |
| Guitar Center, Inc.     | Music & Arts (stylized and/or with design)                      | 5353015                            | 12/12/2017                           |
| Music123, Inc.          | Music123  | 3615668                            | 5/5/2009                             |
| Music123, Inc.          | Music123.com  | 2387979                            | 9/19/2000                            |
| Musician's Friend, Inc. | Musician's Friend   | 1812560                            | 12/21/1993                           |
| Musician's Friend, Inc. | Musician's Friend   | 2412387                            | 12/12/2000                           |
| Musician's Friend, Inc. | Musician's Friend (horizontal)                                  | 4435245                            | 11/19/2013                           |
| Musician's Friend, Inc. | Musician's Friend and Design                                    | 2238700                            | 4/13/1999                            |
| Musician's Friend, Inc. | Musician's Friend (2015 design mark)                            | 4982756                            | 6/21/2016                            |
| Musician's Friend, Inc. | musiciansfriend.com (design mark)                               | 4139211                            | 5/8/2012                             |
| Musician's Friend, Inc. | musiciansfriend.com (word mark)                                 | 4142575                            | 5/15/2012                            |
| GTRC Services, Inc.     | Musician's Gear and Design                                      | 4924483                            | 3/22/2016                            |
| GTRC Services, Inc.     | MüV Series and Design   | 4821980                            | 9/29/2015                            |
| GTRC Services, Inc.     | OCDP and Design   | 3503700                            | 9/23/2008                            |
| Guitar Center, Inc.     | On Stage  | 3994037                            | 7/12/2011                            |
| GTRC Services, Inc.     | Opening Act   | 5387572                            | 1/23/2018                            |
| GTRC Services, Inc.     | Otto Benjamin   | 3301258                            | 10/2/2007                            |
| Guitar Center, Inc.     | Pass the Music On (color mark)                                  | 4078113                            | 12/27/2011                           |

| Grantor                 | Mark   | Registration No. /<br>(Serial No.) | Registration Date /<br>(Filing Date) |
|-------------------------|--|------------------------------------|--------------------------------------|
| Guitar Center, Inc.     | Pass the Music On (color with words)               | 4078114                            | 12/27/2011                           |
| Guitar Center, Inc.     | Pass the Music On (black/white mark)               | 4078115                            | 12/27/2011                           |
| Guitar Center, Inc.     | Pass the Music On (black-white with words)         | 4078116                            | 12/27/2011                           |
| Musician's Friend, Inc. | Playtest   | 2324958                            | 2/29/2000                            |
| Guitar Center, Inc.     | Preferred Player Card                              | 4098061                            | 2/14/2012                            |
| GTRC Services, Inc.     | Proline  | 2912130                            | 12/21/2004                           |
| GTRC Services, Inc.     | Pulse  | 3666807                            | 8/11/2009                            |
| Guitar Center, Inc.     | Rapid Rentals                                      | 4123103                            | 4/3/2012                             |
| GTRC Services, Inc.     | Raven  | 3617465                            | 5/5/2009                             |
| GTRC Services, Inc.     | Raven (logo)                                       | 3827218                            | 8/3/2010                             |
| Guitar Center, Inc.     | Recording Made Easy                                | 4244815                            | 11/20/2012                           |
| GTRC Services, Inc.     | Red Howler   | 3812122                            | 6/29/2010                            |
| GTRC Services, Inc.     | Rhapsody   | 4482023                            | 2/11/2014                            |
| GTRC Services, Inc.     | Roadrunner   | 3159452                            | 10/17/2006                           |
| Guitar Center, Inc.     | Rock Walk  | 1576899                            | 1/9/1990                             |
| GTRC Services, Inc.     | Rocketeer [child]                                  | 4292669                            | 2/19/2013                            |
| Guitar Center, Inc.     | Rocktober  | 3966338                            | 5/24/2011                            |
| GTRC Services, Inc.     | Rogue and Design                                   | 2247491                            | 5/25/1999                            |
| GTRC Services, Inc.     | Rogue  | 5400197                            | 2/13/2018                            |
| Guitar Center, Inc.     | S (stylized and/or with design marks)              | 4404853                            | 9/17/2013                            |
| Guitar Center, Inc.     | S Studio Trends (stylized and/or with design mark) | 4408664                            | 9/24/2013                            |
| Musician's Friend, Inc. | Shopcheck  | 2324957                            | 2/29/2000                            |
| GTRC Services, Inc.     | Silver Creek                                       | 2936992                            | 3/29/2005                            |
| GTRC Services, Inc.     | Silver Creek                                       | 5049882                            | 9/27/2016                            |
| GTRC Services, Inc.     | Sound Care   | 5106132                            | 12/20/2016                           |
| GTRC Services, Inc.     | Sound Percussion (word mark only)                  | 3041383                            | 1/10/2006                            |
| GTRC Services, Inc.     | Sound Percussion Labs                              | 4825865                            | 10/6/2015                            |
| GTRC Services, Inc.     | SPL (word mark)                                    | 4825787                            | 10/6/2015                            |
| GTRC Services, Inc.     | SPL (design mark)                                  | 4825816                            | 10/6/2015                            |
| GTRC Services, Inc.     | Sterling Audio (logo design)                       | 3535461                            | 11/18/2008                           |
| GTRC Services, Inc.     | Sterling Audio (standard character mark)           | 3568607                            | 1/27/2009                            |
| GTRC Services, Inc.     | Sterling   | 5023499                            | 8/16/2016                            |
| GTRC Services, Inc.     | S design mark                                      | (87681915)                         | (11/13/2017)                         |
| GTRC Services, Inc.     | Strobel  | 3328500                            | 11/6/2007                            |
| GTRC Services, Inc.     | Strobel  | 5039765                            | 9/13/2016                            |
| Guitar Center, Inc.     | Studio Trends                                      | 4408663                            | 9/24/2013                            |
| Guitar Center, Inc.     | Stupid Deal of the Day                             | 3530660                            | 11/11/2008                           |
| GTRC Services, Inc.     | Tantrum  | 3694306                            | 10/6/2009                            |
| Guitar Center, Inc.     | The Big Payback                                    | 4107628                            | 3/6/2012                             |
| Guitar Center, Inc.     | The Daily Pick                                     | 5115668                            | 1/3/2017                             |
| Guitar Center, Inc.     | The List   | 3111814                            | 7/4/2006                             |
| Guitar Center, Inc.     | The Musician's Choice                              | 1946542                            | 1/9/1996                             |
| Guitar Center, Inc.     | The Recording Experience (word mark)               | 4083154                            | 1/10/2012                            |
| Guitar Center, Inc.     | The Recording Experience (design mark)             | 4025197                            | 9/13/2011                            |

| Grantor                    | Mark  | Registration No. /<br>(Serial No.) | Registration Date /<br>(Filing Date) |
|----------------------------|---|------------------------------------|--------------------------------------|
| Musician's Friend, Inc.    | The String Centre (stylized and/or with design)   | 2980483                            | 8/2/2005                             |
| GTRC Services, Inc.        | Thinpar 38  | 4431489                            | 11/12/2013                           |
| GTRC Services, Inc.        | Thinpar 64  | 4431490                            | 11/12/2013                           |
| Guitar Center, Inc.        | Titan   | 4728544                            | 4/28/2015                            |
| GTRC Services, Inc.        | Vari Series and Design  | 4821982                            | 9/29/2015                            |
| GTRC Services, Inc.        | Ventus (word mark)  | 4007267                            | 8/2/2011                             |
| GTRC Services, Inc.        | Verve (stylized and/or with design)   | 2822780                            | 3/16/2004                            |
| GTRC Services, Inc.        | Verve (word mark)   | 4532860                            | 5/20/2014                            |
| Guitar Center, Inc.        | Volta   | 4129605                            | 4/17/2012                            |
| Guitar Center, Inc.        | We Help People Make Music   | 4411892                            | 10/1/2013                            |
| GTRC Services, Inc.        | Williams and W Design   | 2996547                            | 9/20/2005                            |
| GTRC Services, Inc.        | Williams and Design   | 4936938                            | 4/12/2016                            |
| GTRC Services, Inc.        | Wolfpak (stylized and/or with design)   | 1804375                            | 11/16/1993                           |
| Woodwind & Brasswind, Inc. | Woodwind & Brasswind  | 4547835                            | 6/10/2014                            |
| Musician's Friend, Inc.    | Woodwind Brasswind and Design   | 5272124                            | 8/22/2017                            |
| Guitar Center, Inc.        | Your Next Record  | 4002515                            | 7/26/2011                            |
| GTRC Services, Inc.        | Laurel Canyon   | 4693608                            | 2/24/2015                            |
| GTRC Services, Inc.        | Laurel Canyon (design mark)   | 4825710                            | 10/6/2015                            |
| GTRC Services, Inc.        | Legato  | 4721587                            | 4/14/2015                            |
| AVDG, LLC                  | AVDG (word mark)  | 4643929                            | 11/25/2014                           |
| AVDG, LLC                  | AVDG and Design   | 4643930                            | 11/25/2014                           |
| GTRC Services, Inc.        | ACOUSTIC<br>                           | 4906017                            | 2/23/2016                            |
| GTRC Services, Inc.        | ACOUSTIC LEAD SERIES<br>               | 4906018                            | 2/23/2016                            |
| GTRC Services, Inc.        | ACOUSTIC THE PRO'S TONE SINCE 1967<br> | 4999074                            | 7/12/2016                            |
| GTRC Services, Inc.        | MITCHELL  | 5027230                            | 8/23/2016                            |

**EXHIBIT B**

**Patents and Patent Applications**

| <b>Grantor</b>      | <b>Title</b>   | <b>Application No.<br/>Patent No.</b> | <b>Filing Date<br/>Issue Date</b> |
|---------------------|--|---------------------------------------|-----------------------------------|
| Guitar Center, Inc. | Mounting system for pivotal coupling of a tuner to an instrument | 15/224,209<br>9,728,170               | 7/29/2016<br>8/8/2017             |
| Guitar Center, Inc. | Guitar tuner   | 29/545,153<br>D791221                 | 11/10/2015<br>7/4/2017            |
| Guitar Center, Inc. | Keyed interlocking support stand                                 | 14/721,554<br>--                      | 5/26/2015<br>--                   |
| Guitar Center, Inc. | Mounting system for pivotal coupling of a tuner to an instrument | 15/665,140<br>--                      | 7/31/2017<br>--                   |
| Guitar Center, Inc. | Guitar tuner   | 29/609,561<br>--                      | 6/30/2017<br>--                   |
| Guitar Center, Inc. | Yoke for a support stand   | 62/458,919<br>--                      | 2/14/2017<br>--                   |
| Guitar Center, Inc. | Yoke for a support stand   | 15/892,281<br>--                      | 2/8/2018<br>--                    |
| Guitar Center, Inc. | Vibration isolation mount  | 62/465,659<br>--                      | 3/1/2017<br>--                    |
| Guitar Center, Inc. | Elongate bar device  | 29/594,562<br>--                      | 2/21/2017<br>--                   |
| Guitar Center, Inc. | Microphone shock mount   | 15/895,865<br>--                      | 2/13/2018<br>--                   |
| Guitar Center, Inc. | Shock mount  | PCT/US18/18413<br>--                  | 2/15/2018<br>--                   |