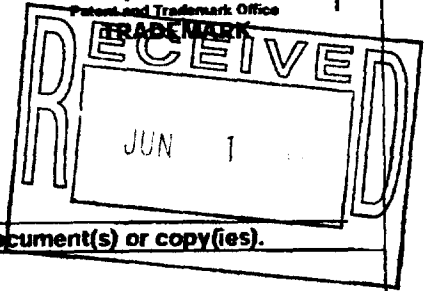


06-04-1999



101056000
RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. Department of Commerce
Patent and Trademark Office



TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger
- Change of Name
- * Other

Effective Date
Month Day Year
02 10 99

6.1.99

Conveying Party

Mark if additional names of conveying parties attached

Name

Execution Date
Month Day Year
11 17 98

Formerly

- Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- * Individual General Partnership Limited Partnership

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

- Corporation Association

Other

* Citizenship/State of Incorporation/Organization

6/03/1999 DNGUYEN 00000222 2191521

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Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 001906 FRAME: 0270

JUN 1

Domestic Representative Name and Address Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>
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<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="2,191,521"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
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Number of Properties Enter the total number of properties involved. #

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

J. David Wykoff
Name of Person Signing

Signature

5/25/99
Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization

Receiving Party

Enter Additional Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

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City

State/Country

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Trademark Application Number(s)

Registration Number(s)

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ASSIGNMENT

WHEREAS, **Brentwood Music, Inc.**, a corporation duly organized and existing under the laws of the state of Tennessee, having a principal place of business at One Maryland Farms, Brentwood, Tennessee 37027, has adopted and is using in its business a certain service mark, acquired goodwill associated with and symbolized by said service mark, and has not abandoned the same; and,

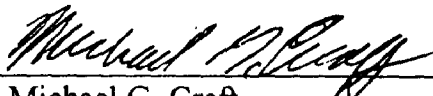
WHEREAS, **Brentwood Music, Inc.** is the owner of a registration of said mark in the United States Patent and Trademark Office, to-wit:

<u>Trademark</u>	<u>Reg. No.</u>	<u>Reg. Date</u>
PLUMB	2,191,521	September 22, 1998

WHEREAS, **Tiffany Arbuckle**, an individual residing in Tennessee and doing business at c/o Flood, Bumstead, McCready & McCarthy, 1700 Hayes Street, Suite 304, Nashville, Tennessee 37203, is desirous of acquiring all right, title and interest in and to said service mark and the goodwill of the business associated therewith.

NOW, THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **Brentwood Music, Inc.** does hereby assign unto **Tiffany Arbuckle** all its right, title and interest in and to the said mark, together with the goodwill of the business associated with and symbolized by said mark, and the registration thereof hereinbefore set forth, and including the right to sue for past infringement, if any there may be.

BRENTWOOD MUSIC, INC.

By: 
Michael G. Craft
Chief Financial Officer

STATE OF TENNESSEE)
) ss:
COUNTY OF DAVIDSON)

On this 17th day of November, 1998, before me, a Notary Public in and for the aforesaid state and county, personally appeared **Michael G. Craft**, who is personally known to be to be the same person whose name is subscribed to the foregoing instrument and who

acknowledged himself to be the Chief Financial Officer of Brentwood Music, Inc., the corporation described in the above instrument, and that he as such officer, being authorized so to do, executed the foregoing instrument in my presence for the purposes contained therein by signing the name of the corporation by himself as such officer.

IN WITNESS WHEREOF, I have hereunder set my hand and official seal.

My Commission Expires:

Aug. 1, 1999

Andrea Watkins
Notary Public

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