

Form PTO-1594 (Rev. 03/05)
OMB Collection 0651-0027 (exp. 6/30/2005)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
Trustees of the Family Trust u/w of
Dorothy F. Rodgers

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: _____
 Other _____

Citizenship (see guidelines) United States

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: Trustees of Family Trust u/w of
Richard Rodgers
Internal Richard Rodgers
Address: c/o Rodgers & Hammerstein Org.
Street Address: 1065 Avenue of the Americas
Suite 2400
City: New York
State: New York
Country: United States Zip: 10018

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship _____

Other Individuals Citizenship United States
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

3. Nature of conveyance /Execution Date(s) :
Execution Date(s) May 13, 2005

Assignment Merger
 Security Agreement Change of Name
 Other See attached for details

4. Application number(s) or registration number(s) and identification or description of the Trademark.
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
27 trademark registrations listed on
attached

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:
Name: Robin Walton
Internal Address: c/o Rodgers & Hammerstein
Street Address: 1065 Avenue of the Americas
Suite 2400
City: New York
State: New York Zip: 10018
Phone Number: 212-541-6600
Fax Number: 212-586-6155
Email Address: rwalton@rnh.com

6. Total number of applications and registrations involved: 27


7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$740.00

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 181836
Authorized User Name Robin Walton

9. Signature:  May 24, 2005
Signature Date

Robin Walton
Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 7

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$740.00 181836 1612889

SCHEDULE A

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>DATE REGISTERED</u>
1,612,889	CAROUSEL	September 11, 1990
1,463,565	GETTING TO KNOW YOU	November 3, 1987
1,884,962	HAPPY TALK	March 21, 1995
1,387,567	THE KING AND I	March 25, 1986
1,371,381	THE KING AND I	November 19, 1985
1,735,005	THE KING AND I	November 24, 1992
2,476,317	THE KING AND I	August 6, 2001
2,505,080	THE KING AND I	November 6, 2001
2,441,501	THE KING AND I	April 3, 2001
1,463,564	MY FAVORITE THINGS	November 3, 1987
1,423,941	OKLAHOMA!	January 6, 1987
1,491,934	ON YOUR TOES	June 14, 1988
1,347,361	RODGERS AND HAMMERSTEIN	July 9, 1985
1,364,538	RODGERS AND HAMMERSTEIN	October 8, 1985
1,331,321	RODGERS AND HAMMERSTEIN	April 16, 1985
1,316,063	RODGERS AND HAMMERSTEIN	January 22, 1985

Schedule A - Continued

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>DATE REGISTERED</u>
1,744,458	RODGERS AND HAMMERSTEIN RH and Design	January 5, 1993
1,736,241	RODGERS AND HAMMERSTEIN RH and DESIGN	December 1, 1992
1,856,829	RODGERS AND HAMMERSTEIN RH and DESIGN	October 4, 1994
1,891,058	RODGERS AND HAMMERSTEIN RH and DESIGN	April 25, 1995
1,724,322	SOME ENCHANTED EVENING	October 13, 1992
1,414,921	SOUTH PACIFIC	October 28, 1986
1,715,564	WILLIAMSON MUSIC	September 15, 1992

SCHEDULE B

<u>REGISTRATION NO.</u>	<u>TRADEMARK</u>	<u>DATE REGISTERED</u>
1,469,099	THE SOUND OF MUSIC	December 15, 1987
1,732,991	THE SOUND OF MUSIC	November 17, 1992
1,738,432	THE SOUND OF MUSIC	December 8, 1992
2,543,373	THE ORIGINAL SOUND OF MUSIC WEDDING	February 26, 2002

Additional Information - RECORDATION FORM COVER - FORM PTO-1594**1. CONTINUATION of Names of Conveying Parties and Citizenship:**

The following individuals, all of whom are **United States** citizens, comprise **THE FAMILY TRUST U/W OF DOROTHY F. RODGERS**, a Trust settled under the laws of the State of New York:

Mary Rodgers Guettel
Linda Rodgers Emory
Joshua S. Rubenstein

2. CONTINUATION of Names of Receiving Parties and Citizenship:

The following individuals, all of whom are **United States** citizens, comprise **THE FAMILY TRUST U/W OF RICHARD RODGERS**, a Trust settled under the laws of the State of New York:

Mary Rodgers Guettel
Linda Rodgers Emory
Joshua S. Rubenstein

3. NATURE OF CONVEYANCE:

The Assignment relates to the ownership interests of **one** of the co-owners of certain trademark registrations, **THE TRUSTEES OF THE FAMILY TRUST U/W OF DOROTHY F. RODGERS**. It should be noted that:

A. Respecting the trademarks listed on **Schedule "A"**, the **Trustees of the Estate of Oscar Hammerstein II**, joint owner of said Marks, has retained their share of the ownership of said registrations so that said trademarks are now jointly owned by:

- **Trustees of the Family Trust u/w Richard Rodgers**
- **Executors of the Estate of Oscar Hammerstein II**

B. Respecting the trademarks listed on **Schedule "B"**, the **ESTATE OF OSCAR HAMMERSTEIN II, ANNA E. CROUSE, THE HOWARD LINDSAY TRUST** and **THE TRUST U/W RUSSEL CROUSE**, have retained their respective shares of the ownership said registrations so that said trademarks are now jointly owned by:

- **Trustees of the Family Trust u/w Richard Rodgers**
- **Executors of the Estate of Oscar Hammerstein II**
- **Anna E. Crouse**
- **The Howard Lindsay Trust**
- **The Trust u/w Russel Crouse**

ASSIGNMENT OF TRADEMARKS

WHEREAS, THE TRUSTEES OF THE FAMILY TRUST U/W OF DOROTHY F. RODGERS, a Trust settled under the laws of the State of New York, comprising the following trustees: (i) Mary Rodgers Guettel, a United States citizen with a place of business c/o The Rodgers and Hammerstein Organization, 1065 Avenue of the Americas, Suite 2400, New York, New York 10018, (ii) Linda Rodgers Emory, a United States citizen with a place of business c/o The Rodgers and Hammerstein Organization, 1065 Avenue of the Americas, Suite 2400, New York, New York 10018 and (iii) Joshua S. Rubenstein, a United States citizen with a place of business c/o Katten Muchin Zavis Rosenman, 575 Madison Avenue, New York, NY 10022-2585 ("**Assignor**"), is the **joint owner** with the following parties, of the trademarks now registered in the United States Patent and Trademark Office as set forth on the attached **Schedule A**:

(1) **THE TRUSTEES OF THE FAMILY TRUST U/W OF RICHARD RODGERS**, a Trust settled under the laws of the State of New York, comprising the following trustees: **Mary Rodgers Guettel**, a United States citizen, **Linda Rodgers Emory**, a United States citizen and **Joshua S. Rubenstein**, a United States citizen; and

(2) **THE EXECUTORS OF THE ESTATE OF OSCAR HAMMERSTEIN II**, an Estate settled under the laws of the State of New York, the Executors comprising R. Andrew Boose and Alice H. Mathias, both United States citizens;

WHEREAS, Assignor is the **joint owner** with the following parties with respect to the trademarks now registered in the United States Patent and Trademark Office as set forth on the attached **Schedule B**:

(1) **THE TRUSTEES OF THE FAMILY TRUST U/W OF RICHARD RODGERS**;

(2) **THE EXECUTORS OF THE ESTATE OF OSCAR HAMMERSTEIN II**;

(3) **ANNA E. CROUSE**, a United States citizen;

(4) **TRUSTEES OF THE HOWARD LINDSAY TRUST**, a Trust settled under the laws of the State of New York, a Trustee being Jeremy Nussbaum, a United States citizen; and

(5) **TRUSTEES OF HE TRUST U/W RUSSEL CROUSE**, a Trust settled under the laws of the State of New York, a Trustee being Jeremy Nussbaum, a United States citizen; and

WHEREAS, THE TRUSTEES OF THE FAMILY TRUST U/W RICHARD RODGERS, a Trust settled under the laws of the State of New York, with a place of business c/o The Rodgers and Hammerstein Organization, 1065 Avenue of the Americas, Suite 2400, New York, New York 10019 ("**Assignee**") has succeeded to the trademark interests of **Assignor**;

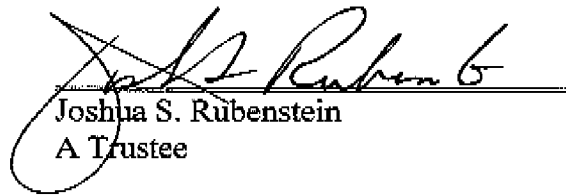
NOW, THEREFORE, in consideration of the sum of \$1.00 and other good and valuable consideration, Assignor hereby assigns to Assignee, with respect to Assignor's interests only (which interests specifically exclude the rights of the respective joint owners referenced herein), all

of Assignor's right, title and interest throughout the World in and to said trademarks therefor, together with the good will of the business symbolized by said trademarks.

IN WITNESS WHEREOF, Assignor has caused this document to be executed this 13
day of May, 2005.

TRUSTEES OF THE FAMILY TRUST U/W DOROTHY F. RODGERS

By:



Joshua S. Rubenstein
A Trustee