

Re 5.18.01

06-14-2000

To the Honorable Commissioner of

checked original documents or copy thereof.

1. Name and Address of Conveying Party

Matthew Spitzer
3809 Amyx Court
Hayward, California 94542

101380728
OPR/FINANCE

Address of Receiving Party(ies):

8605 John Carpenter Fwy.
Dallas, Texas 75247

<input checked="" type="checkbox"/>	Individual(s)
<input type="checkbox"/>	Association
<input type="checkbox"/>	General Partnership
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Corporation -- State: Texas
<input type="checkbox"/>	Other:
<input type="checkbox"/>	Additional Name(s) of Conveying Party(ies) Attached

<input type="checkbox"/>	Individual(s)
<input type="checkbox"/>	Association
<input type="checkbox"/>	General Partnership
<input type="checkbox"/>	Limited Partnership
<input checked="" type="checkbox"/>	Corporation -- State: Texas
<input type="checkbox"/>	Other:
<input type="checkbox"/>	Additional Name(s) of Receiving Party(ies) Attached
<input type="checkbox"/>	Assignee is not domiciled in the United States, a Domestic Representative Designation is Attached.

3. Nature of Conveyance:

<input type="checkbox"/>	Assignment
<input type="checkbox"/>	Security Agreement
<input type="checkbox"/>	Merger
<input type="checkbox"/>	Change of Name
<input checked="" type="checkbox"/>	Other: Corrected original document to be re-recorded with corresponding affidavit

Execution Date: July 13, 1999

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s)
B. Trademark Registration No.(s) 616,564, 844,115

Additional Numbers Attached

5. Name and Address of Party to Whom Correspondence Concerning Documents Should Be Mailed:

Kay Lyn Schwartz
Gardere & Wynne, L.L.P.
1601 Elm Street, Suite 3000
Dallas, Texas 75201

214-999-4702 - Telephone
214-999-3702 - Facsimile

6. Total Number of Applications and Registrations Involved: 5

7. Total Fee (37 CFR 3.41): \$65.00

<input checked="" type="checkbox"/>	Enclosed
<input type="checkbox"/>	Authorized to be Charged to Deposit Account
<input checked="" type="checkbox"/>	Charge Any Deficiencies to Deposit Account

8. Deposit Account Number: 07-0153

9. Statement and Signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attachment copy is a true copy of the original document.

Kay Lyn Schwartz
Kay Lyn Schwartz
May 15, 2000
Date

Certificate of Mailing
I hereby certify that this Recordation Form Cover Sheet, together with the attached Assignment, is being deposited with the U.S. Postal Service as first class mail in an envelope addressed to the Commissioner for Patents and Trademarks, Washington, DC 20231 on:
5/15/00
Date
Leslie Mitchell

Mail To: Commissioner of Patents and Trademarks,
Box ASSIGNMENTS, Washington, D.C. 20231

Total # of Pages Including This Cover Sheet: 8

06/14/2000 DNGUYEN 00000025 616564

01 FC:4A1
02 FC:402

864162.1

40.00 OP
25.00 OP

TRADEMARK
REEL: 002086 FRAME: 0928

09-17-1999



PT NO. 8230-

MCS 9-14-99

To the Honorable Commissioner of Patents and T

101148097

Documents or copy thereof.

1. Name of conveying party(ies):

Matthew Spitzer

- Individual(s) Association
- General Partnership Limited Partnership
- Corporation: Calgary, Canada
- Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Brook Mays Music Co.

Internal Address _____

Street Address: 8605 John Carpenter Fwy

City Dallas State TX COUNTRY & ZIP 75247

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware Texas
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other: _____

Execution Date July 13, 1999

Effective Date July 14, 1999

4. Application number(s) or registration number(s):

A. Trademark Registration No.(s) 1,056,563

B. Trademark registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Kay Lyn Schwartz

Internal Address: 29th Floor

Street Address: 1601 Elm Street, Suite 3000

City Dallas State TX ZIP 75201-4761

6. Total number of applications and registrations involved: 5

7. Total fee (37 CFR 3.41) \$ 140

- Enclosed
- Authorized to be charged to deposit account.

8. Deposit account number: 070153

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Kay Lyn Schwartz
Name of Person Signing

Kay Lyn Schwartz
Signature

September 14, 1999
Date

Total number of pages including cover sheet, attachments, and document: 5

SCHEDULE

U.S. TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REG. NO.</u>
R (stylized)	1,056,563
ROGERS	616,564
ROGERS	844,115
ROGERS (script)	1,093,206
ROGERS (logo)	1,098,732

TRADEMARK ASSIGNMENT

This Assignment is effective as of July 14, 1999 between Matthew Spitzer, an individual whose address is 3809 Amyx Court, Hayward, California 94542 (hereinafter "ASSIGNOR") and BROOK MAYS, a corporation of the State of ~~Delaware~~ ^{Texas} and doing business at 8605 John Carpenter Fwy, Dallas, TX 75247 (hereinafter "ASSIGNEE").

WHEREAS, ASSIGNOR is the owner of the trademarks identified in the attached Schedule, which are registered in the United States Patent and Trademark Office and various other Foreign Trademark Offices with registration numbers as indicated; and

WHEREAS, ASSIGNEE, is desirous of acquiring said trademarks and registrations identified in the attached Schedule;

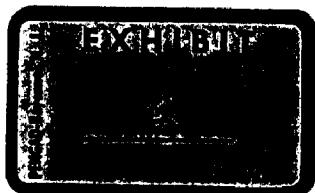
NOW, THEREFORE, for good and valuable consideration as set forth in the Agreement, receipt of which is hereby acknowledged, said ASSIGNOR does hereby sell, assign and transfer to said ASSIGNEE all right, title and interest in and to the trademarks and registrations identified in Schedule A, together with the good will of the business symbolized by the trademarks identified in the attached Schedule, and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect hereto, and in and to all causes of action, either in law or in equity for past, present or future infringement of said trademarks identified in the attached Schedule, and in and to all right corresponding to the foregoing throughout the world.

This Assignment executed at Hayward, CA this 13 day of July, 1999.

MATTHEW SPITZER.

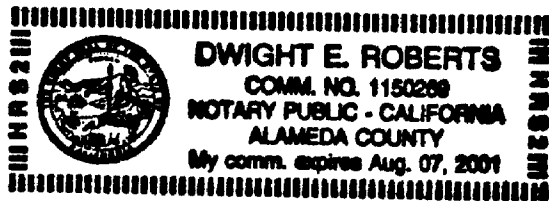
By: [Signature]
Title: _____

743362.1



STATE OF California §
COUNTY OF Alameda §
§

On this 13 day of July, 1997, before me, a Notary Public in and for the State and County aforesaid, personally appeared Matthew Spitzer, known by me to be the person of the above name, who signed and sealed the foregoing instrument, and acknowledged the same to be his own free act and deed.



[Signature]
Notary Public

SCHEDULE

U.S. TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>REG. NO.</u>
R (stylized)	1,056,563
ROGERS	616,564
ROGERS	844,115
ROGERS (script)	1,093,206
ROGERS (logo)	1,098,732

FOREIGN TRADEMARK REGISTRATIONS

<u>MARK</u>	<u>COUNTRY</u>	<u>REG. NO.</u>
ROGERS	Argentina	1,082,380
ROGERS	Great Britain	1,060,329
ROGERS	Hong Kong	B630/74
ROGERS	Israel	36,490
ROGERS	Puerto Rico	6,157
ROGERS DRUMS	Japan	1,788,762
ROGERS DYNA-SONIC	Canada	138,695
ROGERS DYNA-SONIC	Italy	459,547
ROGERS DYNA-SONIC	West Germany	808,233

AFFIDAVIT OF WILLIAM EVERITT, JR.

I am President of Brook Mays Music Company, and am competent in all respects to make this affidavit.

The Trademark Assignment document effective as of July 14, 1999 between Matthew Spitzer ("ASSIGNOR") and Brook Mays ("ASSIGNEE"), which was recorded at Reel/Frame 001958/0956 in the United States Patent and Trademark Office Records contained an error. The state of incorporation of Brook Mays was mistakenly entered as "Delaware;" whereas, Brook Mays is a corporation of the State of Texas.

The facts set forth in this affidavit are true and the statements made on information are believed to be true. The statements made in this affidavit are made with the knowledge that willful, false statements and the like so made are punishable by fine or imprisonment or both, under Section 1001 of Title 28 of the United States Code, and that such willful, false statements may jeopardize the validity of the application or any registration resulting therefrom.

Further affiant sayeth not.

BROOK MAYS MUSIC CO.

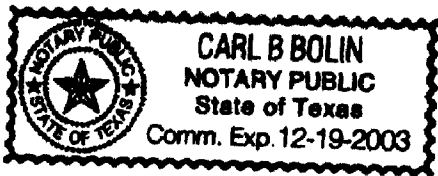
By:  _____
William Everitt, Jr.

STATE OF TEXAS

§
§
§

COUNTY OF DALLAS

On this 26 day of April, 2000, before me, the undersigned authority, personally appeared William Everitt, Jr., personally known to me, who, being by me first duly sworn, did say that he is the President of Brook Mays Music Company; that no seal has been procured by said corporation; that the foregoing instrument is signed on behalf of said corporation by authority of its Board of Directors; and that as an officer of said corporation, he acknowledged the execution of said instrument to be the voluntary act and deed of said corporation, by it an by them voluntarily executed.



Carl B Bolin

Notary Public in and for the
State of Texas

My commission expires: 12/19/2003