

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Concord Music Group Inc		11/24/2004	CORPORATION: DELAWARE

<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	HSBC Bank USA, N.A.
<b>Street Address:</b>	445 North Bedford Drive
<b>City:</b>	Beverly Hills
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	90210
<b>Entity Type:</b>	Banking Association:

**PROPERTY NUMBERS Total: 63**

Property Type	Number	Word Mark
Registration Number:	1537289	BLUESVILLE
Registration Number:	2148837	BLUESVILLE
Registration Number:	1466205	CONTEMPORARY
Registration Number:	1222931	CREEDENCE CLEARWATER REVIVAL
Registration Number:	2011956	DEBUT
Registration Number:	0996463	
Registration Number:	1748291	
Registration Number:	1916304	
Registration Number:	1916305	ENTERPRISE
Registration Number:	2043725	FANTASY
Registration Number:	0998245	FANTASY
Registration Number:	1919476	FANTASY
Registration Number:	1113058	GALAXY
Registration Number:	2021815	GOOD TIME JAZZ

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Registration Number:	1819747	GOOD TIME JAZZ
Registration Number:	1746951	J.A.T.P.
Registration Number:	2128759	JAZZLAND
Registration Number:	2003261	KICKING MULE
Serial Number:	76563215	MILESTONE
Registration Number:	1254431	MILESTONE
Registration Number:	2758673	M MILESTONE
Registration Number:	1717594	ORIGINAL BLUES CLASSICS
Registration Number:	2029730	ORIGINAL JAZZ CLASSICS
Registration Number:	1311698	ORIGINAL JAZZ CLASSICS
Registration Number:	1745613	ORIGINAL JAZZ CLASSICS
Registration Number:	1021946	PABLO
Registration Number:	1033716	PABLO
Registration Number:	1201855	PRESTIGE
Registration Number:	0798407	PRESTIGE
Registration Number:	1933149	RESPECT
Registration Number:	1430081	RIVERSIDE
Serial Number:	76371904	SOULSVILLE
Serial Number:	76371905	SOULSVILLE U.S.A.
Serial Number:	75844172	SOULSVILLE U.S.A.
Serial Number:	75980632	SOULSVILLE U.S.A.
Registration Number:	1976842	SPECIALTY
Registration Number:	1813531	SPECIALTY
Registration Number:	0868198	STAX
Serial Number:	75421569	STAX
Registration Number:	2141700	STAX
Registration Number:	2141701	STAX
Registration Number:	1662239	STAX
Registration Number:	0971347	STAX RECORDS
Registration Number:	1022529	TAKOMA
Registration Number:	2536062	THAT'S WHAT SHE SAID
Registration Number:	1954782	THAT'S WHAT SHE SAID
Registration Number:	1882531	THE SAUL ZAENTZ FILM CENTER
Registration Number:	2000125	TRU SOUND
Registration Number:	2035090	TRUTH

Registration Number:	0868197	VOLT
Registration Number:	1881940	VOLT
Registration Number:	1933150	WE PRODUCE
Registration Number:	1312147	PICANTE
Registration Number:	1430992	CROSSOVER
Registration Number:	1465228	
Registration Number:	2245994	CONCORD VISTA
Registration Number:	2246045	P
Registration Number:	2270489	CONCORD CONCERTO
Registration Number:	2639102	CONCORD
Registration Number:	2671523	
Registration Number:	1408073	THE GEORGE WEIN COLLECTION
Registration Number:	2088901	THE JAZZ ALLIANCE
Registration Number:	2245992	CC

**CORRESPONDENCE DATA**

Fax Number: (866)459-2899  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 202-783-2700  
Email: pagodoa@federalresearch.com  
Correspondent Name: CBC Companies dba Federal Research  
Address Line 1: 1030 Fifteenth Street, NW, Suite 920  
Address Line 2: attn: Penelope J.A. Agodoa  
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

NAME OF SUBMITTER:	Penelope J.A. Agodoa
Signature:	/pja/
Date:	04/08/2005

Total Attachments: 24  
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### 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):**

CONCORD MUSIC GROUP INC.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- Other \_\_\_\_\_
- Association
- Limited Partnership

Citizenship (see guidelines) \_\_\_\_\_

Additional names of conveying parties attached?  Yes  No

**3. Nature of conveyance )/Execution Date(s) :**

Execution Date(s) 11/24/2004

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

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

Additional names, addresses, or citizenship attached?  Yes  No

Name: HSBC BANK USA, N.A.  
 Internal Address: \_\_\_\_\_  
 Address: \_\_\_\_\_  
 Street Address: 445 North Bedford Drive  
 City: Beverly Hills  
 State: California  
 Country: U.S.A. Zip: 90210

- Association Citizenship \_\_\_\_\_
- General Partnership Citizenship \_\_\_\_\_
- Limited Partnership Citizenship \_\_\_\_\_
- Corporation Citizenship \_\_\_\_\_
- Other Banking Assn Citizenship \_\_\_\_\_

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)

**4. Application number(s) or registration number(s) and identification or description of the Trademark.**

A. Trademark Application No.(s)

See Schedule I attached

B. Trademark Registration No.(s)

See Schedule I 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: Loeb & Loeb LLP

Internal Address: attn: Loukia Harris, Legal Assistant

Street Address: 345 Park Avenue

City: New York

State: NY Zip: 10154

Phone Number: 212-407-4149

Fax Number: 212-214-0439

Email Address: lharris@loeb.com

**6. Total number of applications and registrations involved:**

63

**7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 1290**

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

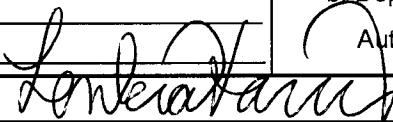
**8. Payment Information:**

a. Credit Card Last 4 Numbers \_\_\_\_\_  
Expiration Date \_\_\_\_\_

b. Deposit Account Number \_\_\_\_\_

Authorized User Name \_\_\_\_\_

**9. Signature:**



April 1, 2005

Signature

Date

Loukia Harris

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: **24**

**SCHEDULE I**

**to**

**TRADEMARK SECURITY AGREEMENT**

<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Bluesville (word)	1,537,289	May 2, 1989
Bluesville Stylized (word)	2,148,837	April 7, 1998
Contemporary (word)	1,466,205	November 24, 1987
Creedence Clearwater Revival (word)	1,222,931	January 4, 1983
Debut (word)	2,011,956	October 29, 1996
Circle F (design)	0,996,463	October 22, 1974
JATP Man and Trumpet (design)	1,748,291	January 26, 1993
Rainbow (design)	1,916,304	September 5, 1995
Enterprise (word)	1,916,305	September 5, 1995
Fantasy (word)	2,043,725	March 11, 1997
Fantasy (word)	0,998,245	November 12, 1974
Fantasy Stylized Triangle (word and design)	1,919,476	September 19, 1995
Galaxy (word)	1,113,058	February 13, 1979
Good Time Jazz (word)	2,021,815	December 10, 1996
Good Time Jazz (word)	1,819,747	February 8, 1994
J.A.T.P. (word)	1,746,951	January 19, 1993
Jazzland (word)	2,128,759	January 13, 1998
Kicking Mule (word)	2,003,261	September 24, 1996
Milestone (word)	76/563,215	November 20, 2003
Milestone and Circle M (word and design)	1,254,431	October 18, 1983
Milestone and Circle M (word and design)	2,758,673	September 2, 2003

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**TRADEMARK**  
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Description of Mark	Registration Number	Registration Date
Original Blues Classics and Square (word and design)	1,717,594	September 22, 1992
Original Jazz Classics (word)	2,029,730	January 14, 1997
Original Jazz Classics and Square (word and design)	1,311,698	December 25, 1984
Original Jazz Classics and Square (word and design)	1,745,613	January 12, 1993
Pablo (word)	1,021,946	October 7, 1975
Pablo and Dog (word and design)	1,033,716	February 17, 1976
Prestige (word)	1,201,855	July 20, 1982
Prestige and Arrows (word and design)	0,798,407	November 2, 1965
Respect (word)	1,933,149	November 7, 1995
Riverside (word)	1,430,081	February 24, 1987
Soulsville (word)	76/371,904	March 4, 2003
Soulsville U.S.A. (word)	76/371,905	March 4, 2003
Soulsville U.S.A. (word)	75/844,172	April 22, 2003
Soulsville U.S.A. (word)	75/980,632	November 20, 2001
Specialty (word)	1,976,842	May 28, 1996
Specialty and Balloon (word and design)	1,813,531	December 28, 1993
Stax (word)	0,868,198	April 15, 1969
Stax (word)	75/421,569	September 17, 2002
Stax and Hand (word and design)	2,141,700	March 10, 1998
Stax and Pile (word and design)	2,141,701	March 10, 1998
Stax and Pile (word and design)	1,662,239	October 29, 1991
Stax Records and Hand (word and design)	0,971,347	October 23, 1973
Takoma (word)	1,022,529	October 14, 1975
That's What She Said (word)	2,536,062	February 5, 2002
That's What She Said and Phone (word and design)	1,954,782	February 6, 1996

<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
The Saul Zaentz Film Center (word)	1,882,531	March 7, 1995
Tru Sound (word)	2,000,125	September 10, 1996
Truth (word)	2,035,090	February 4, 1997
Volt (word)	0,868,197	April 15, 1969
Volt and Bolt (word and design)	1,881,940	March 7, 1995
We Produce (word)	1,933,150	November 7, 1995
Picante (word)	1,312,147	January 1, 1985
Crossover (word)	1,430,992	March 3, 1987
Crossover (design)	1,465,228	November 17, 1987
Concord Vista (word and design)	2,245,994	May 18, 1999
Concord Picante (design)	2,246,045	May 18, 1999
Concord Concerto (word)	2,270,489	August 17, 1999
Concord (word)	2,639,102	October 22, 2002
Note (design)	2,671,523	January 7, 2003
The George Wein Collection (word and design)	1,408,073	September 2, 1986
The Jazz Alliance (word and design)	2,088,901	August 19, 1997
Bass Clef and Mirror Image (design)	2,245,992	May 18, 1999



## TRADEMARK SECURITY AGREEMENT

This TRADEMARK SECURITY AGREEMENT, dated as of November 24, 2004 (this "Agreement") is made by Concord Music Group Inc., a Delaware corporation ("Grantor"), in favor of HSBC BANK USA, N.A., a national banking association, as the agent (in such capacity, the "Agent") for the Banks (as defined below), with reference to the following:

WHEREAS, pursuant to that certain Credit Agreement, dated as of November 24, 2004, among Grantor, the banks identified in the Credit Agreement (the "Banks") and the Agent (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Credit Agreement"), the Banks have agreed to make Loans to Grantor subject to and in accordance with the terms and conditions of the Credit Agreement and the other Basic Documents; and

WHEREAS, the Banks are willing to make the Loans as provided for in the Credit Agreement, but only upon the conditions, among others, that (i) Grantor shall have executed and delivered to the Agent, for the benefit of the Agent and the Banks, that certain Security Agreement, dated as of November 24, 2004 (including all annexes, exhibits or schedules thereto, as from time to time amended, restated, supplemented or otherwise modified, the "Security Agreement"), and (ii) Grantor shall execute and deliver this Agreement, and grant the Liens provided for in this Agreement to the Agent, for the benefit of the Agent and the Banks;

NOW, THEREFORE, in consideration of the premises and mutual covenants herein contained and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor hereby agrees as follows:

1. DEFINED TERMS. All capitalized terms used but not otherwise defined herein shall have the meanings given to them in the Credit Agreement.

2. GRANT OF SECURITY INTEREST IN TRADEMARK COLLATERAL. Grantor hereby grants to the Agent, for the benefit of the Agent and the Banks, a continuing first priority security interest in all of Grantor's right, title and interest in, to and under the following, whether presently existing or hereafter created or acquired (collectively, the "Trademark Collateral"):

(a) all trademarks, trade names, corporate names, business names, trade styles, service marks, logos, other source or business identifiers, proprietary product names or descriptions, prints and labels on which any of the foregoing have appeared or appear, designs, and general intangibles of like nature, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all applications in connection therewith, including registrations, recordings and applications in the United States Patent and Trademark Office or in any similar office or agency of the United States, any state or territory thereof, or any other country or any political subdivision thereof, and all renewals or extensions of the foregoing, including, without limitation, those referred to on Schedule I hereto, and all renewals or extensions of any of the foregoing;

(b) all rights now owned or hereafter acquired by Grantor or any of its Subsidiaries under any written agreement granting any right to use any Trademark or Trademark registration, including, without limitation, those referred to on Schedule I hereto; and

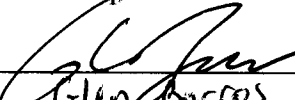
(c) all proceeds of the foregoing, including, without limitation, license royalties and proceeds of infringement suits, the right to sue for past, present and future infringements, all rights corresponding thereto throughout the world and all renewals thereof.

3. SECURITY AGREEMENT. The security interests granted pursuant to this Agreement are granted in conjunction with the security interests granted to the Agent, for the benefit of the Agent and the Banks, pursuant to the Security Agreement. Grantor hereby acknowledges and affirms that the rights and remedies of the Agent and the Banks with respect to the continuing first priority security interest in the Trademark Collateral made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated by reference herein as if fully set forth herein.

4. REPRESENTATIONS AND WARRANTIES. Grantor represents and warrants to the Agent and the Banks that on the date hereof (a) to Grantor's knowledge, Part A of Schedule I hereto is a complete and correct list of all material Trademarks and Licensed Trademarks of Grantor or any of its Subsidiaries and of all material licenses by which Grantor or any of its Subsidiaries licenses any of its Trademarks to any third party, in each case to the extent of Trademarks and Licensed Trademarks owned or licensed prior to the Merger by Fantasy and its Subsidiaries, and (b) Part B of Schedule I hereto is a complete and correct list of all material Trademarks and Licensed Trademarks of Grantor or any of its Subsidiaries and of all material licenses by which Grantor or any of its Subsidiaries licenses any of its Trademarks to any third party, in each case to the extent of Trademarks and Licensed Trademarks owned or licensed prior to the Merger by Concord and its Subsidiaries.

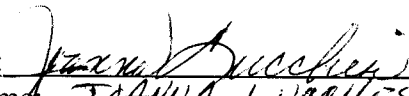
IN WITNESS WHEREOF, Grantor has caused this Agreement to be executed and delivered by its duly authorized officer as of the date first set forth above.

CONCORD MUSIC GROUP, INC.,  
a Delaware corporation

By:   
Name: Glen Barros  
Title: CEO

ACCEPTED AND ACKNOWLEDGED BY:

HSBC BANK USA, N.A.  
a national banking association, as Agent

By:   
Name: JOANNA LUCCHESI  
Title: SVP

**CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT**

State of California  
County of Los Angeles } ss.

On Nov. 24 2004, before me, Debra Lee Lane, Notary Public  
Date Name and Title of Officer (e.g., "Jane Doe, Notary Public")  
personally appeared Glen Barros  
Name(s) of Signer(s)

personally known to me  
 proved to me on the basis of satisfactory evidence



to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity(ies), and that by his signature(s) on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Debra Lee Lane  
Signature of Notary Public

Place Notary Seal Above

**OPTIONAL**

*Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.*

**Description of Attached Document**

Title or Type of Document: \_\_\_\_\_

Document Date: \_\_\_\_\_ Number of Pages: \_\_\_\_\_

Signer(s) Other Than Named Above: \_\_\_\_\_

**Capacity(ies) Claimed by Signer**

Signer's Name: \_\_\_\_\_

- Individual
- Corporate Officer — Title(s): \_\_\_\_\_
- Partner —  Limited  General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: \_\_\_\_\_

Signer Is Representing: \_\_\_\_\_

**RIGHT THUMBPRINT OF SIGNER**

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**SCHEDULE I**

**to**

**TRADEMARK SECURITY AGREEMENT**

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**TRADEMARK  
REEL: 003062 FRAME: 0875**

**PART A-FANTASY**

Trademarks

<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Fantasy (word) - Andorra	19,542	February 5, 2003
J.A.T.P. (word) - Andorra	19,547	February 5, 2003
Milestone (word) - Andorra	19,543	February 5, 2003
Prestige (word) - Andorra	19,353	February 2, 2004
Riverside (word) - Andorra	19,546	February 5, 2003
Stax (word) - Andorra	19,545	February 5, 2003
Circle F (design) - Argentina	731,711 Renewal	April 19, 1999
Fantasy (word) - Argentina	1,665,524 Renewal	April 17, 1998
Milestone and Circle M (word and design) - Argentina	1,594,289 Renewal	June 5, 1995
Prestige (word) - Argentina	1,551,205	January 31, 1995
Stax (word) - Argentina	1,533,311	July 29, 1994
Creedence Clearwater Revival (word) - Australia	875,592	May 14, 2001
Fantasy (word) - Australia	447,329	June 24, 1986
Milestone and Circle M (word and design) - Australia	447,328	June 24, 1986
Pablo and Dog (word and design) - Australia	287,390	May 19, 1975
Prestige and Arrows (word and design) - Australia	447,330	June 24, 1986
Stax (word) - Australia	208,921	March 20, 1974
Stax Hand (design) - Australia	257,366	April 7, 1979
Stax Records and Hand (word and design) - Australia	268,946	May 31, 1980
Volt (word) - Australia	637,977	August 16, 1994
Volt and Lightning Bolt (word and design) - Australia	937,978	August 16, 1994
Fantasy and Circle F (word and design) - Austria	101,838	February 7, 1983

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**TRADEMARK**  
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Description of Mark	Registration Number	Registration Date
Good-Time Jazz (word) – Austria	149,129	September 14, 1993
Pablo (word) – Austria	81,150	November 3, 1975
Prestige and Arrows (word and design) - Austria	102,654	May 31, 1983
Stax and Hand (word and design) - Austria	121,165	September 7, 1988
Circle F (design) - Bahamas	13,039	August 17, 1988
Fantasy (word) - Bahamas	13,011	July 29, 1988
Creedence Clearwater Revival (word) - Benelux	554,829	July 28, 1994
Fantasy (word) - Benelux	382,977	June 10, 1982
Milestone and Circle M (word and design) - Benelux	324,669	August 20, 1974
Original Blues Classics (word) - Benelux	504,857	November 8, 1991
Original Jazz Classics (word) - Benelux	504,856	November 8, 1991
Pablo and Dog (word and design) - Benelux	333,221	August 19, 1975
Prestige and Arrows (word and design) - Benelux	383,455	June 10, 1982
Stax (word) - Benelux	107,178	December 31, 1979
Stax and Hand (word and design) - Benelux	319,182	June 4, 1983
Stax Hand (design) - Benelux	310,162	April 5, 1982
Circle F (design) - Brazil	814,034,586	February 5, 1991
Enterprise and Stylized E (word and design) - Brazil	720,095,514	October 27, 1981
Fantasy (word) - Brazil	814,034,594	July 23, 1996
Milestone (word) - Brazil	823,639,843	August 7, 2001
Pablo (word) - Brazil	823,639,851	August 7, 2001
Stax (word) - Brazil	6,953,840	July 25, 1979
Stax Hand (design) - Brazil	6,215,297	January 10, 1986
Bluesville (word) - Canada	590,305	September 19, 2003
Contemporary (word) - Canada	590,238 Tma	September 18, 2003

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<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Enterprise and Stylized E (word and design) - Canada	212,543	March 5, 1976
Fantasy (word) - Canada	194,164	September 21, 1973
Milestone and Circle M (word and design) - Canada	205,900	March 21, 1975
Prestige and Arrows (word and design) - Canada	187,788	January 12, 1973
Stax (word) - Canada	154,745	July 15, 1997
Stax and Hand (word and design) - Canada	212,443	February 27, 1996
Fantasy (word) - Chile	501,232	January 14, 1998
Stax (word) - Chile	611,149	November 29, 2001
Arrows (design) - China (PRC)	3,259,677	September 21, 2003
Hand (design) - China (PRC)	1,191,628	July 14, 1998
Stax (word) - China (PRC)	1,983,365	February 7, 2003
Fantasy (word) - Czech Republic	246,638	September 18, 2001
Milestone and Circle M (word and design) - Czech Republic	247,329	September 18, 2001
Original Jazz Classics and Square (word and design) - Czech Republic	246,639	September 18, 2001
Prestige (word) - Czech Republic	246,636	September 18, 2001
Stax (word) - Czech Republic	246,637	September 18, 2001
Creedence Clearwater Revival (word) - Denmark	7,299-1993 VR	October 15, 1993
Dog (design) - Denmark	340-1978	January 27, 1988
Fantasy (word) - Denmark	1,436-1984	April 13, 1984
Milestone and Circle M (word and design) - Denmark	805-1975	February 21, 1975
Original Blues Classics and Square (word and design) - Denmark	5,885	July 3, 1992
Original Jazz Classics and Square (word and design) - Denmark	5,886	July 3, 1992
Pablo (word) - Denmark	00,105-VR 2002	January 9, 2002
Stax (word) - Denmark	3,061-1970	October 2, 1970
Fantasy (word) - Ecuador	832 Renewal	May 4, 1972

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Description of Mark	Registration Number	Registration Date
Prestige and Arrows (word and design) - Ecuador	143-73	December 16, 1971
Bluesville (word) - European Union	1,096,452	March 2, 1999
Hand (design) - European Union	1,298,215	August 31, 1999
Fantasy (word) - European Union	225,748	April 10, 1996
Jazzland (word) - European Union	2,524,056	December 29, 2003
Milestone (word) - European Union <sup>1</sup>	2,524,080	August 12, 2002
Prestige (word) - European Union	2,524,064	September 25, 2003
Stax (word) - European Union	1,298,207	August 31, 1999
Stax and Hand (word and design) - European Union	229,617	April 15, 1996
Stax and Pile (word and design) - European Union	1,298,165	September 3, 1999
Circle F (design) - Finland	106,885	March 20, 1990
Fantasy (word) - Finland	108,458	August 20, 1990
Milestone and Circle M (word and design) - Finland	106,886	March 20, 1990
Pablo and Dog (word and design) - Finland	106,887	March 20, 1990
Prestige and Arrows (word and design) - Finland	111,649	May 6, 1991
Stax and Hand (word and design) - Finland	68,363	December 20, 1978
Creedence Clearwater Revival (word) - France	532,203-94	August 8, 1994
JATP Man and Trumpet (design) - France	551,798-95	January 2, 1995
Fantasy (word) - France	708,890-97	December 15, 1997
J.A.T.P. (word) - France	551,799-95	January 2, 1995
Milestone and Circle M (word and design) - France	1,265,364	March 15, 1984
Original Blues Classics and Square (word and design) - France	1,708,236	November 27, 1991

<sup>1</sup> Fantasy met with initial opposition from DaimlerChrysler to its trademark application for the mark "MILESTONE" in the European Union. Fantasy and DaimlerChrysler have negotiated a settlement of this dispute, signed by DaimlerChrysler on August 24, 2004, whereby Fantasy has agreed that it will not use the MILESTONE mark in connection with automobiles and DaimlerChrysler has agreed that it will not use the MILESTONE mark in connection with sound recordings.

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<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Original Jazz Classics and Square (word and design) - France	1,708,235	November 27, 1991
Pablo and Dog (word and design) - France	1,308,629	May 9, 1985
Prestige and Arrows (word and design) - France	1,207,074	February 15, 1982
Stax and Hand (word and design) - France	1,242,481	April 28, 1983
Stax Hand (design) - France	1,198,647	March 16, 1982
CR Contemporary Records and Record Label (word and design) - Germany	891,209	December 4, 1970
Creedence Clearwater Revival (word) - Germany	2,057,678	September 7, 1993
Circle F (design) - Germany	1,125,728	January 7, 1988
Fantasy and Circle F (word and design) - Germany	1,142,641	October 31, 1988
Milestone and Circle M (word and design) - Germany	1,071,026	March 14, 1984
Pablo and Dog (word and design) - Germany	952,577	December 16, 1976
Prestige and Arrows (word and design) - Germany	899,438	December 3, 1971
Stax (word) - Germany	2,066,824	April 8, 1994
Stax and Hand (word and design) - Germany	903,504	April 7, 1972
Volt and Bolt (word and design) - Germany	39,715,899	July 8, 1997
Fantasy (word and design) - Hong Kong	2,844-95	August 14, 1992
Milestone and Stylized M (word and design) - Hong Kong	60-1975	June 13, 1974
Original Jazz Classics and Square (word and design) - Hong Kong	14,180-B-2003	December 12, 1997
Prestige and Arrows (word and design) - Hong Kong	25-1974	April 26, 1972
Stax and Hand (word and design) - Hong Kong	1,879-93	May 20, 1993
Prestige (word) - India	1,044,594	March 10, 2003
Stax (word) - India	1,044,595	March 10, 2003
Milestone (word) - Indonesia	451,342	December 3, 1998
Original Jazz Classics and Square (word and design) - Indonesia	20,505-D98	December 3, 1998
Pablo and Dog (word and design) - Indonesia	451,166	December 3, 1998

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Description of Mark	Registration Number	Registration Date
Stax and Hand (word and design) - Indonesia	451,165	August 7, 2000
Stax (word) - Iran	33,890	November 18, 1968
Fantasy (word) - Israel	35,009	June 2, 1975
Milestone and Circle M (word and design) - Israel	38,990	August 19, 1976
Prestige and Arrows (word and design) - Israel	34,759	December 22, 1992
Stax and Hand (word and design) - Israel	68,294	September 12, 1991
Hand (design) - Italy	638,908	April 7, 1972
Enterprise and Stylized E (word and design) - Italy	638,909	April 7, 1972
Fantasy (word) - Italy	643,699 95	February 12, 1972
Milestone and Circle M (word and design) - Italy	687,405	September 20, 1996
Original Blues Classics and Square (word and design) - Italy	636,798	December 19, 1994
Original Jazz Classics and Square (word and design) - Italy	636,797	December 19, 1994
Pablo and Dog (word and design) - Italy	714,165 Renewal	January 28, 1985
Prestige and Arrows (word and design) - Italy	Renewal 628,478	June 4, 1973
Stax (word) - Italy	780,580 Renewal	March 21, 1967
Stax and Hand (word and design) - Italy	715-RM2003C	March 26, 2003
Stax and Hand (word and design) - Italy	662,418 Renewal	June 15, 1973
Volt and Lightning (word and design) - Italy	638,907	April 7, 1972
Fantasy (word) - Jamaica	31,241	May 7, 1997
Stax Hand (design) - Jamaica	15,098	April 11, 1979
Bluesville (word) - Japan	4,388,814	June 2, 2000
Bluesville (word) - Japan	3,328,306	July 4, 1997
Contemporary (word) - Japan	2,683,766	July 29, 1994
Contemporary CR (design) - Japan	1,831,890	December 22, 1995
Arrows (design) - Japan	946,009	January 22, 1972

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Description of Mark	Registration Number	Registration Date
Circle F in Circle F (design) - Japan	1,105,383	February 3, 1975
Circle F (design) - Japan	1,105,384	February 3, 1975
Man and Trumpet (design) - Japan	4,367,212	March 10, 2000
Stax Hand (design) - Japan	4,425,609	October 20, 2000
Galaxy (word) - Japan	613,319	May 20, 1963
Good Time Jazz (word) - Japan	4,166,217	July 10, 1998
J.A.T.P. (word) - Japan	4,367,211	March 10, 2000
Jazz (Stylized) and Rectangle (word and design) - Japan	4,005,260	May 30, 1997
Jazzland (word) - Japan	4,342,907	December 10, 1999
Milestone Records and Outline M (word and design) - Japan	927,707	August 31, 1971
Pablo and Dog (word and design) - Japan	4,117,360	February 20, 1998
Prestige (word) - Japan	1,433,488	August 28, 1980
Riverside (word) - Japan	1,297,212	September 5, 1977
Specialty and Word in Balloon (word and design) - Japan	4,157,316	June 19, 1998
Stax (word) - Japan	808,523	February 24, 1979
Stax (word) - Japan	4,448,993	January 26, 2001
Stax and Pile (word and design) - Japan	4,453,955	February 16, 2001
Volt (word) - Japan	3,260,523	February 24, 1997
Volt and Katakana (word and design) - Japan	1,319,019	January 13, 1978
Fantasy (word) - South Korea	400,806	March 26, 1998
Milestone (word) - South Korea	400,807	March 26, 1998
Original Jazz Classics and Square (word and design) - South Korea	Sn 11,236-97	June 10, 1998
Pablo and Dog (word and design) - South Korea	400,808	March 26, 1998
Prestige and Arrows (word and design) - South Korea	400,809	March 26, 1998
Stax and Hand (word and design) - South Korea	400,810	March 26, 1998

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Description of Mark	Registration Number	Registration Date
Fantasy (word) - Malaysia	05,104-97	April 21, 1997
Milestone (word) - Malaysia	97,005,105	April 21, 1997
Original Jazz Classics and Square (word and design) - Malaysia	05,106-97	April 21, 1997
Prestige and Arrows (word and design) - Malaysia	05,107-97	April 21, 1997
Stax and Hand (word and design) - Malaysia	05,103-97	April 21, 1997
Fantasy (word) - Mexico	299,429	May 23, 1984
Fantasy (word) - Mexico	306,916	May 6, 1985
Milestone (word) - Mexico	348,681	February 3, 1988
Milestone (word) - Mexico	350,168	July 8, 1988
Prestige and Arrows (word and design) - Mexico	350,815	February 8, 1988
Prestige and Arrows (word and design) - Mexico	348,789	February 8, 1988
Stax (word) - Mexico	763,560	August 1, 2001
Stax (word) - Netherland Antilles	00,766 Renew	November 21, 1969
Stylized CR Contemporary (design) - New Zealand	607,749	February 4, 2000
Circle F (design) - New Zealand	177,233	January 28, 1988
Fantasy (word) - New Zealand	177,232	January 28, 1988
Good Time Jazz (word) - New Zealand	256,195	November 23, 1995
Milestone and Circle M (word and design) - New Zealand	107,603	March 19, 1974
Stax and Hand (word and design) - New Zealand	104,458	June 5, 1980
Fantasy (word) - Norway	85,738	August 10, 1972
Jazzland (word) - Norway	03,150-2003	April 1, 2003
Original Blues Classics and Square (word and design) - Norway	158,424	August 12, 1993
Original Jazz Classics and Square (word and design) - Norway	158,425	August 12, 1993
Pablo (word) - Norway	96,231	April 1, 1976
Prestige and Arrows (word and design) - Norway	6,870-2003	July 22, 2003

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Description of Mark	Registration Number	Registration Date
Prestige and Arrows (word and device) - Norway	89,133	September 13, 1973
Stax (word) - Norway	80,741	December 16, 1980
Fantasy (word) - Philippines	01,174 1998	February 20, 1998
Prestige and Arrows (word and design) - Philippines	006,844 4-2002	August 15, 2002
Stax Records and Hand (word and design) - Philippines	104,563 4-1995	June 23, 2000
Pablo and Dog (word and design) - Portugal	189,263	May 27, 1982
Arrows (design) - South Africa	5,662-71	December 15, 1971
Fantasy (word) - South Africa	1,047-B72	February 11, 1972
Milestone and Circle M (word and design) - South Africa	1,378-74	March 19, 1974
Pablo and Dog (word and design) - South Africa	2,584-B75	May 21, 1975
Prestige (word) - South Africa	9,886-95	August 2, 1995
Stax (word) - South Africa	5,321-69	November 10, 1979
Fantasy (word) - Singapore	3,427-97	March 26, 1997
Milestone (word) - Singapore	03,424 D-T97	January 15, 1999
Original Jazz Classics and Square (word and design) - Singapore	3,425-T97-B	January 15, 1999
Prestige and Arrows (word and design) - Singapore	3,426 J-T97	March 26, 1997
Stax and Hand (word and design) - Singapore	3,423/T97	March 26, 1997
Fantasy (word) - Spain	1,177,680	April 2, 1990
Milestone (word) - Spain	1,177,681	February 19, 1990
Original Blues Classics and Square (word and design) - Spain	1,676,134	December 27, 1991
Original Jazz Classics and Square (word and design) - Spain	1,676,135	December 27, 1991
Pablo and Dog (word and design) - Spain	790,040	February 22, 1977
Stax (word) - Spain	602,362	November 18, 1969
Stax Hand (design) - Spain	672,913	February 8, 1974
Volt and Lightning (word and design) - Spain	672,543	February 24, 1975

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Description of Mark	Registration Number	Registration Date
Contemporary and Cr (word and design) - Sweden	349,320	October 19, 2001
Creedence Clearwater Revival (word) - Sweden	352,274	February 1, 2002
Fantasy (word) - Sweden	354,206	April 12, 2002
Original Blues Classics and Square (word and design) - Sweden	305,425	October 27, 1995
Original Jazz Classics and Square (word and design) - Sweden	305,257	October 20, 1995
Pablo and Dog (word and design) - Sweden	153,735	December 19, 1975
Prestige and Arrows (word and design) - Sweden	142,652	April 13, 1973
Stax and Hand (word and design) - Sweden	221,041	February 15, 1991
Enterprise and Stylized E (word and design) - Switzerland	397,976	April 18, 1992
Fantasy and Circle F (word and design) - Switzerland	Renewal 398,594	May 5, 1972
Milestone (word) - Switzerland	445,230	March 26, 1997
Pablo and Dog (word and design) - Switzerland	277,169	May 20, 1975
Pablo and Dog (word and design) - Switzerland	415,719	October 22, 1993
Prestige and Arrows (word and design) - Switzerland	256,313	December 13, 1991
Stax (word) - Switzerland	377,236	November 17, 1989
Stax and Hand (word and design) - Switzerland	403,444	September 8, 1993
Stax and Hand (word and design) - Switzerland	362,712	January 21, 1988
Stax Hand (design) - Switzerland	397,977	April 18, 1992
Volt and Bolt (word and design) - Switzerland	397,978	April 18, 1992
Contemporary and CR (word and design) - Taiwan ROC	821,137	October 16, 1998
Fantasy (word) - Taiwan ROC	1,006,671	July 16, 2002
Milestone (word) - Taiwan ROC	821,138	October 16, 1998
Original Jazz Classics Square (design) - Taiwan ROC	907,221	October 1, 2000
Pablo and Dog (word and design) - Taiwan ROC	821,140	October 16, 1998
Prestige and Arrows (word and design) - Taiwan ROC	821,139	October 16, 1998

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Description of Mark	Registration Number	Registration Date
Stax and Hand (word and design) - Taiwan ROC	821,141	October 16, 1998
Stax (word) - Tanzania United	12,735B	January 5, 1977
Bluesville (word) - United Kingdom	1,581,752	August 15, 1994
Contemporary and Cr (word and design) - United Kingdom	2,129,635	April 15, 1997
Creedence Clearwater Revival (word) - United Kingdom	1,580,600	August 4, 1995
JATP Man and Trumpet (design) - United Kingdom	2,006,169	December 30, 1994
Stax Hand (design) - United Kingdom	2,207,272	August 31, 1999
Fantasy (word) - United Kingdom	1,087,854	December 8, 1977
Fantasy and Circle F (word and design) - United Kingdom	992,869B	May 31, 1972
J.A.T.P. (word) - United Kingdom	2,006,170	December 30, 1994
Milestone and Circle M (word and design) - United Kingdom	1,265,933A	April 29, 1986
Original Blues Classics and Square (word and design) - United Kingdom	2,120,510	January 13, 1997
Original Jazz Classics and Square (word and design) - United Kingdom	1,493,022	October 31, 1994
Pablo and Dog (word and design) - United Kingdom	1,046,723B	May 19, 1975
Prestige (word) - United Kingdom	2,029,212	August 3, 1995
Prestige and Arrows (word and design) - United Kingdom	1,265,934	April 29, 1986
Specialty and Balloon (word, design, and word mark) - United Kingdom	1,582,108	August 17, 1994
Specialty and Wave (word and design) - United Kingdom	2,028,169	July 24, 1995
Stax (word) - United Kingdom	901,084	October 31, 1973
Stax (word) - United Kingdom	2,207,265	August 31, 1999
Stax and Hand (word and design) - United Kingdom	2,022,913	June 5, 1995
Stax and Hand (word and design) - United Kingdom	1,011,881B	May 29, 1980
Stax and Pile (word and design) - United Kingdom	2,207,300	August 31, 1999
Stax and Records (word and design) - United Kingdom	2,028,170	July 24, 1995
Stax Hand (design) - United Kingdom	990,052	April 5, 1979

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Description of Mark	Registration Number	Registration Date
Takoma (word) - United Kingdom	2,041,878	October 17, 1995
Volt (word) - United Kingdom	1,582,138	August 17, 1994
Bluesville (word) - United States	1,537,289	May 2, 1989
Bluesville Stylized (word) - United States	2,148,837	April 7, 1998
Contemporary (word) - United States	1,466,205	November 24, 1987
Creedence Clearwater Revival (word) - United States	1,222,931	January 4, 1983
Debut (word) - United States	2,011,956	October 29, 1996
Circle F (design) - United States	996,463	October 22, 1974
JATP Man and Trumpet (design) - United States	1,748,291	January 26, 1993
Rainbow (design) - United States	1,916,304	September 5, 1995
Enterprise (word) - United States	1,916,305	September 5, 1995
Fantasy (word) - United States	2,043,725	March 11, 1997
Fantasy (word) - United States	998,245	November 12, 1974
Fantasy Stylized Triangle (word and design) - United States	1,919,476	September 19, 1995
Galaxy (word) - United States	1,113,058	February 13, 1979
Good Time Jazz (word) - United States	2,021,815	December 10, 1996
Good Time Jazz (word) - United States	1,819,747	February 8, 1994
J.A.T.P. (word) - United States	1,746,951	January 19, 1993
Jazzland (word) - United States	2,128,759	January 13, 1998
Kicking Mule (word) - United States	2,003,261	September 24, 1996
Milestone (word) - United States	563,215-76	November 20, 2003
Milestone and Circle M (word and design) - United States	1,254,431	October 18, 1983
Milestone and Circle M (word and design) - United States	2,758,673	September 2, 2003
Original Blues Classics and Square (word and design) - United States	1,717,594	September 22, 1992
Original Jazz Classics (word) - United States	2,029,730	January 14, 1997

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<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Original Jazz Classics and Square (word and design) - United States	1,311,698	December 25, 1984
Original Jazz Classics and Square (word and design) - United States	1,745,613	January 12, 1993
Pablo (word) - United States	1,021,946	October 7, 1975
Pablo and Dog (word and design) - United States	1,033,716	February 17, 1976
Prestige (word) - United States	1,201,855	July 20, 1982
Prestige and Arrows (word and design) - United States	798,407	November 2, 1965
Respect (word) - United States	1,933,149	November 7, 1995
Riverside (word) - United States	1,430,081	February 24, 1987
Soulsville (word) - United States	371,904-76 Sn	March 4, 2003
Soulsville U.S.A. (word) - United States	371,905-76 Sn	March 4, 2003
Soulsville U.S.A. (word) - United States	844,172-75	April 22, 2003
Soulsville U.S.A. (word) - United States	980,632-75	November 20, 2001
Specialty (word) - United States	1,976,842	May 28, 1996
Specialty and Balloon (word and design) - United States	1,813,531	December 28, 1993
Stax (word) - United States	868,198	April 15, 1969
Stax (word) - United States	421,569-75	September 17, 2002
Stax and Hand (word and design) - United States	2,141,700	March 10, 1998
Stax and Pile (word and design) - United States	2,141,701	March 10, 1998
Stax and Pile (word and design) - United States	1,662,239	October 29, 1991
Stax Records and Hand (word and design) - United States	971,347	October 23, 1973
Takoma (word) - United States	1,022,529	October 14, 1975
That's What She Said (word) - United States	2,536,062	February 5, 2002
That's What She Said and Phone (word and design) - United States	1,954,782	February 6, 1996
The Saul Zaentz Film Center (word) - United States	1,882,531	March 7, 1995
Tru Sound (word) - United States	2,000,125	September 10, 1996

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<b>Description of Mark</b>	<b>Registration Number</b>	<b>Registration Date</b>
Truth (word) - United States	2,035,090	February 4, 1997
Volt (word) - United States	868,197	April 15, 1969
Volt and Bolt (word and design) - United States	1,881,940	March 7, 1995
We Produce (word) - United States	1,933,150	November 7, 1995
Fantasy (word) - Venezuela	109,560-D	August 15, 1984
Milestone and Circle M (word and design) - Venezuela	89,636	February 14, 2006
Prestige and Arrows (word and design) - Venezuela	038,704-N	February 26, 1999
Stax (word) - Venezuela	232,009-P	June 1, 2001
Stax (word) - Venezuela	63,854F	February 17, 1971

#### Licensed Trademarks

Some of the foregoing trademarks of Fantasy have been licensed to third parties.

## PART B-CONCORD AND SUBSIDIARIES

### Trademarks

Description of Mark	Registration Number	Registration Date
Picante (word) - USA	1,312,147	January 1, 1985
Crossover (word) - USA	1,430,992	March 3, 1987
Crossover (design) - USA	1,465,228	November 17, 1987
Concord Vista (word and design) - USA	2,245,994	May 18, 1999
Concord Picante (design) - USA	2,246,045	May 18, 1999
Concord Concerto (word) - USA	2,270,489	August 17, 1999
Concord (word) - USA	2,639,102	October 22, 2002
Note (design) - USA	2,671,523	January 7, 2003
The George Wein Collection (word and design) - USA	1,408,073	September 2, 1986
The Jazz Alliance (word and design) - USA	2,088,901	August 19, 1997
Bass Clef and Mirror Image (design) - USA	2,245,992	May 18, 1999
Hip Pop (word) - Canada	593,580	June 12, 2001

### Licensed Trademarks

Incidental to broader deals, some of the foregoing trademarks of Concord have been licensed non-exclusively to third parties.

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