

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM472371

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST
<b>SEQUENCE:</b>	4

## CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Guitar Center, Inc.		04/16/2018	Corporation: DELAWARE

## RECEIVING PARTY DATA

<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

## PROPERTY NUMBERS Total: 68

Property Type	Number	Word Mark
Registration Number:	4568821	ANY GEAR ANYTIME ANYWHERE
Registration Number:	4137160	AUDIO SOLUTIONS
Registration Number:	4226374	BE WHO U WANT PLAY WHAT U WANT
Registration Number:	4322273	CYMBAL-A-THON
Registration Number:	3854571	ENCORE REWARDS
Registration Number:	5272372	FIND YOUR SOUND
Registration Number:	3068209	FIND YOUR VOICE
Registration Number:	3623478	GAIN
Registration Number:	4047950	GC GARAGE GUITAR TUNE UPS AND REPAIR
Registration Number:	4083283	GC PRO
Registration Number:	4083286	GC PRO
Registration Number:	4673620	GC SESSIONS
Registration Number:	3635867	GC STUDIOS
Registration Number:	3729786	LESSONS GC STUDIOS REHEARSALS
Registration Number:	4322272	GEAR-A-THON
Registration Number:	4841952	GEAR HEADS
Registration Number:	5331558	GUITAR-A-THON
Registration Number:	2280874	GUITAR CENTER

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	1290481	GUITAR CENTER
Registration Number:	2085508	GUITAR CENTER
Registration Number:	3534059	UITAR CENTER
Registration Number:	3569716	UITAR CENTER
Registration Number:	3906431	GUITAR CENTER
Registration Number:	3681099	UITAR CENTER
Registration Number:	4055136	GUITAR CENTER GC GARAGE GUITAR TUNE UPS
Registration Number:	4687184	GUITAR CENTER MUSIC MENTOR · SERIES ·
Registration Number:	4080439	GUITAR CENTER PLAYER REWARDS
Registration Number:	4750358	GUITAR CENTER SESSIONS
Registration Number:	4250600	GUITAR CENTER STUDIOS
Registration Number:	4437598	GUITAR CENTER STUDIOS LESSONS GUITAR BAS
Registration Number:	4437599	GUITAR CENTER STUDIOS REHEARSALS & LESSO
Registration Number:	2810188	GUITAR CENTER'S DRUM OFF
Registration Number:	4816938	GUITAR CENTER LESSONS INSTRUCTION & WORK
Registration Number:	4817346	GUITAR CENTER LESSONS INSTRUCTION & WORK
Registration Number:	5048228	GUITAR CENTER LESSONS INSTRUCTION & WORK
Registration Number:	4130469	GUITARCENTER.COM
Registration Number:	4837337	JETT
Registration Number:	4143710	MIDNIGHT MADNESS
Registration Number:	5114588	MIWHOLESALE
Registration Number:	3485768	MUSIC & ARTS
Registration Number:	3715720	MUSIC & ARTS
Registration Number:	4941434	MUSICARTS.COM
Registration Number:	5353015	MUSIC & ARTS
Registration Number:	3994037	ON STAGE
Registration Number:	4078113	
Registration Number:	4078114	PASSTHEMUSICON
Registration Number:	4078115	
Registration Number:	4078116	PASSTHEMUSICON
Registration Number:	4098061	PREFERRED PLAYER CARD
Registration Number:	4123103	RAPID RENTALS
Registration Number:	4244815	RECORDING MADE EASY
Registration Number:	1576899	ROCK WALK
Registration Number:	3966338	ROCKTOBER
Registration Number:	4404853	S
Registration Number:	4408664	S STUDIO TRENDS
Registration Number:	4408663	STUDIO TRENDS

Property Type	Number	Word Mark
Registration Number:	3530660	STUPID DEAL OF THE DAY
Registration Number:	4107628	THE BIG PAYBACK
Registration Number:	5115668	THE DAILY PICK
Registration Number:	3111814	THE LIST
Registration Number:	1946542	THE MUSICIAN'S CHOICE
Registration Number:	4083154	THE RECORDING EXPERIENCE
Registration Number:	4025197	THE RECORDING EXPERIENCE
Registration Number:	4728544	TITAN
Registration Number:	4129605	VOLTA
Registration Number:	4411892	WE HELP PEOPLE MAKE MUSIC
Registration Number:	4002515	YOUR NEXT RECORD
Serial Number:	87557791	DESTINATION DRUM SHOP

**CORRESPONDENCE DATA**

**Fax Number:** 7147558290

*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.*

**Phone:** 714-540-1235

**Email:** ipdocket@lw.com

**Correspondent Name:** Latham & Watkins LLP

**Address Line 1:** 650 Town Center Drive, Suite 2000

**Address Line 4:** Costa Mesa, CALIFORNIA 92626

**ATTORNEY DOCKET NUMBER:** 029217-0347

**NAME OF SUBMITTER:** Anna T Kwan

**SIGNATURE:** /atk/

**DATE SIGNED:** 05/02/2018

**Total Attachments: 10**

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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:

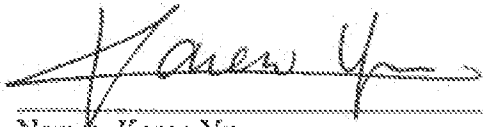
GUITAR CENTER, INC.  
GTRC SERVICES, INC.  
MUSIC123, INC.  
MUSICIAN'S FRIEND, INC.  
WOODWIND & BRASSWIND, INC.  
AVDG, LLC

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**


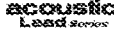

<b>Grantor</b>	<b>Mark</b>	<b>Registration No. / (Serial No.)</b>	<b>Registration Date / (Filing Date)</b>
GTRC Services, Inc.	Acoustic (design mark – race track with no shading)	2312001	1/25/2000
GTRC Services, Inc.	Acoustic (design mark – race track with no shading)	2470898	7/24/2001
GTRC Services, 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. / (Serial No.)	Registration Date / (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. / (Serial No.)	Registration Date / (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. / (Serial No.)	Registration Date / (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. / (Serial No.)	Registration Date / (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 	4906017	2/23/2016
GTRC Services, Inc.	ACOUSTIC LEAD SERIES 	4906018	2/23/2016
GTRC Services, Inc.	ACOUSTIC THE PRO'S TONE SINCE 1967 	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. Patent No.</b>	<b>Filing Date Issue Date</b>
Guitar Center, Inc.	Mounting system for pivotal coupling of a tuner to an instrument	15/224,209 9,728,170	7/29/2016 8/8/2017
Guitar Center, Inc.	Guitar tuner	29/545,153 D791221	11/10/2015 7/4/2017
Guitar Center, Inc.	Keyed interlocking support stand	14/721,554 --	5/26/2015 --
Guitar Center, Inc.	Mounting system for pivotal coupling of a tuner to an instrument	15/665,140 --	7/31/2017 --
Guitar Center, Inc.	Guitar tuner	29/609,561 --	6/30/2017 --
Guitar Center, Inc.	Yoke for a support stand	62/458,919 --	2/14/2017 --
Guitar Center, Inc.	Yoke for a support stand	15/892,281 --	2/8/2018 --
Guitar Center, Inc.	Vibration isolation mount	62/465,659 --	3/1/2017 --
Guitar Center, Inc.	Elongate bar device	29/594,562 --	2/21/2017 --
Guitar Center, Inc.	Microphone shock mount	15/895,865 --	2/13/2018 --
Guitar Center, Inc.	Shock mount	PCT/US18/18413 --	2/15/2018 --