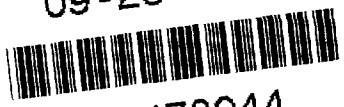


MAD
9/19

09-28-2000



101473944

FORM PTO-1596
1-31-92

RECORDATION FORM

DEPT. OF COMMERCE
and Trademark Office

Docket No.: 53326-0016 PATENTS C

To the Honorable Commissioner of Patents and Trademarks: Please return the attached original documents or copy thereto:

1. Name of Conveying Party(ies):
 Martin Tobias, Beverley Kite, Mathews Brown, Eric Lindvall
 Jeffrey Oberlander, Aaron Roberts, Anna Hansen, Gregory Malley,
 Ken Suzuki

Additional name(s) of conveying party(ies) attached? Yes

2. Name and address of receiving party(ies):
 Name: Loudeye Technologies, Inc..

Internal Address: _____

Street Address: 414 Olive Way, Suite 300

City: Seattle State/Country WA ZIP: 98122

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 5/8/00, 4/14/00, 4/19/00, 5/5/00, 3/21/00,
 8/18/00, 4/19/00, 4/19/00 and 4/19/00.

Additional name(s) & address(es) attached? Yes

4. Application number(s) or patent number(s):
 If the document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No(s).
 09/499,961

Additional numbers attached? Yes

B. Patent No(s).

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

Name: Hickman Palermo Truong & Becker LLP

Internal Address: _____

Street Address: 1600 Willow Street.

City: San Jose State: CA Zip: 95125

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$40.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:
 50-1302

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.

Carl L. Brandt, Reg. No. 44,555

September 15, 2000

Name and Registration No. of Person Signing Signature Date

Total number of pages comprising cover sheet: 11

CMB No. 0851-0011 (exp. 4/94)

ASSIGNMENT

WHEREAS WE, MARTIN TOBIAS of Seattle, WA 98122; BEVERLEY KITE of Seattle, WA 98117; MATHEWS BROWN of Seattle, WA 98102; ERIC LINDVALL of Seattle, WA 98119; JEFFREY OBERLANDER of Seattle, WA 98116; AARON ROBERTS of Seattle, WA 98102; ANNA HANSEN of Port Angeles, WA 98363; GREGORY MALLEY of Seattle, WA 98103 and KEN SUZUKI of Seattle, WA 98144; have made a certain new and useful invention as set forth in an application for United States Letters Patent, DISTRIBUTED PRODUCTION SYSTEM FOR DIGITALLY ENCODING INFORMATION, executed by us on the date of execution of this document, as shown below, and filed concurrently herewith;
OR

for which an application for United States Letters Patent was filed on February 8, 2000, and identified by United States Serial No. 09/499,961;

AND WHEREAS, Loudeye Technologies, Inc., a corporation of the State of Delaware and having an address of 414 Olive Way, Suite 300, Seattle, WA 98101 is desirous of acquiring the entire right, title and interest in and to said invention and in and to any and all Letters Patent of the United States and foreign countries which may be obtained therefor;

NOW, THEREFORE, for good and valuable consideration, the receipt for and sufficiency of which is hereby acknowledged, I do hereby sell, assign, transfer and set over unto Loudeye Technologies, Inc., its legal representatives, successors, and assigns, the entire right, title and interest in and to said invention as set forth in the above-mentioned application, including any continuations, continuations-in-part, divisions, reissues, re-examinations or extensions thereof, and in and to any and all patents of the United States and foreign countries which may be issued for said invention;

UPON SAID CONSIDERATIONS, I hereby agree with the said assignee that I will not execute any writing or do any act whatsoever conflicting with these presents, and that I will, at any time upon request, without further or additional consideration but at the expense of said assignee, execute such additional assignments and other writings and do such additional acts as said assignee may deem necessary or desirable to perfect the assignee's enjoyment of this grant, and render all necessary assistance in making application for and obtaining original, divisional, continuations, continuations-in-part, reexamined, reissued, or extended Letters Patent of the United States or of any and all foreign countries on said invention, and in enforcing any rights or choses in action accruing as a result of such applications or patents, by giving testimony in any proceedings or transactions involving such applications or patents, and by executing preliminary statements and other affidavits, it being understood that the foregoing covenant and agreement shall bind, and inure to the benefit of the assigns and legal representatives of assignor and assignee;

AND I request the Commissioner of Patents and Trademarks to issue any Letters Patent of the United States which may be issued for said invention to said Loudeye Technologies, Inc., its legal representatives, successors or assigns, as the sole owner of the entire right, title and interest in and to said patent and the invention covered thereby.

5/8/00

Martin Tobias
Martin Tobias

Date

Washington
STATE OF CALIFORNIA)
COUNTY OF King) SS:

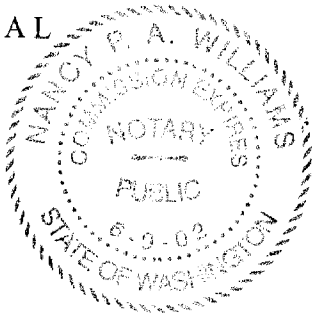
On this 8th day of May, 2000, before me personally MARTIN TOBIAS, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Nancy P. A. Williams
Notary Public

My commission expires 10-9-2002

SEAL



4/14/00

B. J. Kite

Date

Beverley Kite

STATE OF Washington)
COUNTY OF King) SS:

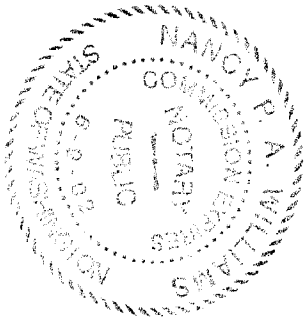
On this 14th day of April, 2000, before me personally BEVERLEY KITE, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

[Signature]
Notary Public

My commission expires 6.9.2002

SEAL



5-5-00

Date

Eric Lindvall
Eric Lindvall

Washington

STATE OF ~~CALIFORNIA~~)

COUNTY OF *King*) SS:

On this 5th day of May, 2000, before me personally ERIC LINDVALL, personally known to me (or 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, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



P. A. Williams

Notary Public

My commission expires 6.9.2002

3/21/00

Jeffrey Oberlander
Jeffrey Oberlander

Date

Washington
STATE OF ~~CALIFORNIA~~)
COUNTY OF *King*) SS:

On this *21st* day of *March*, 2000, before me personally JEFFREY OBLERLANDER (or 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, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.



Nancy R. Williams
Notary Public
My commission expires *6.9.2002*

Date 8/18/2000


~~Aaron Roberts~~
Aaron Roberts

STATE OF Washington)
~~CALIFORNIA~~)
COUNTY OF King) SS:

On this 18th day of August, 2000, before me personally AARON ROBERTS, personally known to me (or 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, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

S E A L

Notary Public
My commission expires _____

Date

4/19/2000

Anna Hansen

[Handwritten signature]

Washington

STATE OF CALIFORNIA)

COUNTY OF King)

) SS:

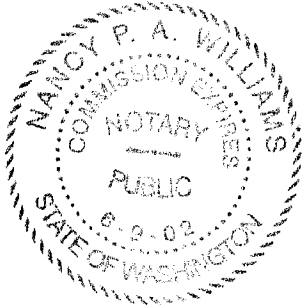
On this 19th day of April, 2000, before me personally ANNA HANSEN, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

SEAL

[Handwritten signature]

Notary Public
My commission expires 6-9-2002



4/19/00

Gregory Malley

Date

Gregory Malley

Washington

STATE OF CALIFORNIA)

COUNTY OF)

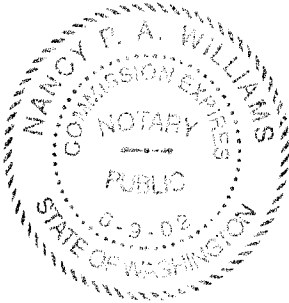
King

SS:

On this 19th day of April, 2000, before me personally GREGORY MALLEY, personally known to me (or 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, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

SEAL



Nancy P. Williams
Notary Public

My commission expires

6-9-2002

April 19, 2000
Date

Ken M Suzuki
Ken Suzuki

STATE OF ~~CALIFORNIA~~ Washington)
COUNTY OF King) SS:

On this 19th day of April, 2000, before me personally KEN SUZUKI, personally known to me (or 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, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Nancy P.A. Williams

Notary Public
My commission expires 6-9-2002

SEAL

