

10-15-2003



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

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
David Drapac David Russell Schmidt
Jeremy Eglen Josh Voils
Todd Goldfinger
David P. Marmaros
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name MusicRebellion.com, Inc.
Internal Address _____
Street Address 100 South Campus Drive, Suite 252
City Terre Haute State IN Zip 47803
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other: _____
Execution Date: June 27, 2003

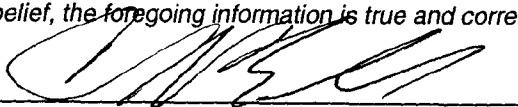
4. Application number(s) or registration number(s):
If this document is being filed together with a new application, the execution date of the application is:
A. Patent Application No.(s) 10/084,777
Additional number(s) attached? Yes No

A. Patent No.(s) _____
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5. Name and address of party to whom correspondence concerning document should be mailed:
Name Charles P. Schmal, Reg. No. 45,082
Internal Address Woodard, Emhardt, Moriarty, McNett, & Henry LLP
Street Address 111 Monument Circle
Suite 3700
City Indianapolis State IN ZIP 46204

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: 23-3030
(Attach duplicate copy of this page if paying by deposit account)

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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.
Charles P. Schmal  October 7, 2003
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 16

Mail documents to be recorded with required cover sheet information to:
Director of the U.S. Patent and Trademark Office, Mail Stop Assignment Recordation Services
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Doc. No. 244305

10/14/2003 DBYRNE 00000132 10084777

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ASSIGNMENT

WHEREAS, **Jan Alan Eglen** of Terre Haute, IN; **Justin Bakke** of Hudson, WI; **Garrick Dasbach** of Terre Haute, IN; **Roger D. Davis** of Coral Gables, FL; **David Drapac** of Griffith, IN; **Jeremy Eglen** of Terre Haute, IN; **Todd Goldfinger** of Columbia, MD; **Ephraim Lindquist** of Terre Haute, IN; **David P. Marmaros** of Montreal, Canada; **David Russell Schmidt** of Bloomington, IN; and **Josh Voils** of Brownsburg, IN, hereinafter referred to as Assignors, have made a new and useful invention in a **DIGITAL ONLINE EXCHANGE** which Assignors have filed, on **February 27, 2002**, United States Patent Application Serial No. **10/084,777**, hereafter the Application; and

WHEREAS, **MusicRebellion.com, Inc.**, hereinafter referred to as Assignee, a corporation of the State of Indiana having a principal place of business at 100 South Campus Drive, Suite 252, Terre Haute, IN 47803, desires to acquire all of the entire right, title, and interest in, to and under the invention disclosed and described in said Application, and in, to and under said Application, and in, to and under any and all applications for patent and issued Letters Patent, United States and foreign, which may be obtained therefor and thereon;

NOW, THEREFORE, to all whom it may concern, be it known that for and in consideration of the sum of One Dollar (\$1.00) and other good, valuable and sufficient considerations to Assignors, the receipt and sufficiency of which are hereby acknowledged, Assignors have sold, assigned and transferred, and by these presents do sell, assign and transfer to Assignee, all of the entire right, title, and interest in, to and under the invention disclosed and described in said Application, and in, to and under said Application, and any and all other applications thereon and arising therefrom, including any and all applications claiming the benefit thereof, and any and all divisions and continuations thereof, and any and

all patents to be issued and obtained therefor and thereon, United States and foreign, including all reissues and extensions thereof.

Assignors hereby authorize and request the Honorable Assistant Secretary and Commissioner of Patents and Trademarks to issue said Letters Patent to Assignee, its assigns and legal representatives.

Assignors agree to assign and execute any and all other papers necessary or desirable for the procurement of Letters Patent on said invention in this and all foreign countries for the use of Assignee.

WITNESS Assignor's hand this 27 day of June, 2003.

Jeremy Eglen
Jeremy Eglen

STATE OF INDIANA)
) : SS
COUNTY OF VIGO)

Before me, a Notary Public, in and for said County and State, personally appeared Jeremy Eglen, who, being first duly sworn upon his oath, acknowledged the execution of the foregoing "Assignment" as his voluntary act and deed.

WITNESS my hand and Notarial Seal this 27th day of June, 2003.

Eric A. Frey
Notary Public
Printed: ERIC A. FREY
Resident of VIGO County

My Commission Expires:
01-29-10

(SEAL)

WITNESS Assignor's hand this 19th day of May, 2003.

Todd Goldfinger
Todd Goldfinger

STATE OF IN)
) : SS
COUNTY OF Vigo)

Before me, a Notary Public, in and for said County and State, personally appeared Todd Goldfinger, who, being first duly sworn upon his oath, acknowledged the execution of the foregoing "Assignment" as his voluntary act and deed.

WITNESS my hand and Notarial Seal this 19th day of May, 2003.

Kathy I. Nicason
Notary Public
Printed: Kathy I. Nicason
Resident of Vigo County

My Commission Expires:
01/21/09

(SEAL)

WITNESS Assignor's hand this 13 day of June, 2003.

David Marmaros
David P. Marmaros

STATE OF CA)
COUNTY OF SANTA CLARA): SS

Before me, a Notary Public, in and for said County and State, personally appeared David P. Marmaros, who, being first duly sworn upon his oath, acknowledged the execution of the foregoing "Assignment" as his voluntary act and deed.

WITNESS my hand and Notarial Seal this 13 day of June, 2003.

Pamela Shore
Notary Public
Printed: Pamela Shore
Resident of Santa Clara County

My Commission Expires:
May 5, 2005



WITNESS Assignor's hand this 19 day of May, 2003.

David Russell Schmidt
David Russell Schmidt

STATE OF D.C.)
) : SS
COUNTY OF DISTRICT OF)
COLUMBIA

Before me, a Notary Public, in and for said County and State, personally appeared David Russell Schmidt, who, being first duly sworn upon his oath, acknowledged the execution of the foregoing "Assignment" as his voluntary act and deed.

WITNESS my hand and Notarial Seal this 19th day of May, 2003.

J. E. F.
Notary Public

Printed: J. E. F.

Resident of 606 H. ST. N.E. County
WASHINGTON, D.C.

My Commission Expires:

MAR. 31, 2004
(SEAL)

WITNESS Assignor's hand this 12 day of June, 2003.

Joshua J Voils
Josh Voils

STATE OF Indiana)
) : SS
COUNTY OF Vigo)

Before me, a Notary Public, in and for said County and State, personally appeared Josh Voils, who, being first duly sworn upon his oath, acknowledged the execution of the foregoing "Assignment" as his voluntary act and deed.

WITNESS my hand and Notarial Seal this 12th day of June, 2003.

Grace M Smorilla
Notary Public

Printed: GRACE M. Smorilla

Resident of Vigo County

My Commission Expires:

7-23-09

(SEAL)