

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Baldwin Piano, Inc.		07/09/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Bank of America, N.A.
Street Address:	100 North Tryon Street
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28255
Entity Type:	National Banking Association: DELAWARE

**PROPERTY NUMBERS Total: 13**

Property Type	Number	Word Mark
Serial Number:	77826124	BALDWIN
Serial Number:	77826094	BALDWIN
Serial Number:	77827056	BALDWIN DIRECT
Serial Number:	77826883	CONCERTMASTER
Serial Number:	77827023	FUNMACHINE
Serial Number:	76644072	STUDIOMASTER
Serial Number:	77939608	THE SOFTWARE TOOLWORKS
Serial Number:	77827750	WURLITZER
Registration Number:	3140810	ELLINGTON
Registration Number:	0772338	STANDARD PLAYER ACTION
Registration Number:	0815876	MUSETTE
Registration Number:	0817389	IVERS & POND
Registration Number:	3038775	ELLINGTON

**CORRESPONDENCE DATA**

**900168816**

**TRADEMARK  
 REEL: 004255 FRAME: 0924**

**CH \$340.00 77826124**

Fax Number: (212)940-8986  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 212 940-8800  
Email: cheryl.blum@kattenlaw.com  
Correspondent Name: Katten Muchin Rosenman LLP  
Address Line 1: 575 Madison Avenue  
Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	213879-00174
NAME OF SUBMITTER:	Cheryl Blum
Signature:	/Cheryl Blum/
Date:	08/06/2010

Total Attachments: 2  
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source=Baldwin Piano Trademark Security Agreement#page2.tif

**GRANT OF SECURITY INTEREST IN TRADEMARKS**

This Grant of Security Interest in Trademarks, dated as of July 9<sup>th</sup> 2010, is made between Baldwin Piano, Inc., a Delaware corporation, having a place of business at 309 Plus Park Blvd., Nashville, Tennessee 37217 (the "Grantor") and Bank of America, N.A., a national banking association, as Administrative Agent, having a place of business 100 North Tryon Street, Charlotte, North Carolina 28255 (the "Secured Party");

WHEREAS, Grantor is the owner of the trademarks applications and registrations identified on Schedule A attached hereto (collectively the "Trademarks"); and

WHEREAS, Grantor is obligated to Secured Party under the terms of a certain Guaranty and Collateral Agreement dated as of December 29, 2006 (the "Security Agreement");

NOW THEREFORE, pursuant to the Security Agreement and in order to induce the Secured Party to enter into the Security Agreement, Grantor does hereby grant Secured Party a security interest in all Grantor's right, title and interest in and to: (i) the Trademarks, including all applications or registrations therefor; (ii) all income, royalties, damages and payments now due or payable or which hereafter become due or payable in respect to thereto; (iii) all causes of action (in law or equity) and rights to sue, counterclaim and/or recover for past, present or future infringement thereof; and (iv) all rights corresponding to the foregoing throughout the world.

Grantor hereby agrees to execute all papers and to perform all other proper acts requested by Secured Party or its successors or assigns to secure to Secured Party or its successors or assigns the rights hereby transferred.

Grantor does hereby acknowledge and affirm that the rights and remedies of Secured Party with respect to the foregoing security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein, and that this document is subject to the terms and conditions of the Security Agreement.

IN WITNESS WHEREOF, the undersigned have executed this Grant of Security Interest in Trademarks this 9<sup>th</sup> day of July, 2010.

**Baldwin Piano, Inc**

By: Ramm  
Name: Bruce Mitchell  
Title: Senior Vice President, General Counsel

**SCHEDULE A**  
**TRADEMARKS**

BALDWIN	77/826,124	09/14/2009		9,15
BALDWIN	77/826,094	09/14/2009		15
BALDWIN DIRECT	77/827,056	09/15/2009		35
CONCERTMASTER	77/826,883	09/15/2009		15
FUN MACHINE	77/827,023	09/15/2009		15
STUDIOMASTER	76/644,072	08/02/2005		9
THE SOFTWARE TOOLWORKS	77/939,608	02/19/2010		15
WURLITZER	77/827,750	09/16/2009		9
ELLINGTON - stylized	3,140,810	10/01/2002	09/12/2006	15
STANDARD PLAYER ACTION and Design	772,338	06/26/1963	06/30/1964	15
MUSETTE	815,876	08/30/1965	09/27/1966	15
IVERS & POND	817,389	08/30/1965	10/25/1966	15
ELLINGTON	3,038,775	02/01/2002	01/10/2006	15

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