

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Guitar Center, Inc.		06/14/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Fender Musical Instruments Corporation		
Street Address:	8860 E. Chaparral Road, Ste. 100		
City:	Scottsdale		
State/Country:	ARIZONA		
Postal Code:	85250		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Serial Number:	85201363	FATBOY	
Serial Number:	85201364	FAT BOY	
CORRESPONDENCE DATA			
Fax Number:	(312)222-6379		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Email:	mhays@agdglaw.com		
Correspondent Name:	Mary Vidal Hays		
Address Line 1:	330 N. Wabash, Ste. 1700		
Address Line 4:	Chicago, ILLINOIS 60611		
NAME OF SUBMITTER:	Mary Vidal Hays		
Signature:	/Mary Vidal Hays/		
Date:	06/21/2011		
Total Attachments: 4 source=Fatboy Assignment#page1.tif source=Fatboy Assignment#page2.tif source=Fatboy Assignment#page3.tif source=Fatboy Assignment#page4.tif			

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TRADEMARK ASSIGNMENT

WHEREAS Guitar Center, Inc. ("Assignor") has used, and is the record owner of, certain trademarks, service marks, trade names, and trademark applications and registrations, listed in Schedule A (collectively referred to as "the Marks"); and

WHEREAS, Fender Musical Instruments Corporation, a corporation organized and existing under the laws of the State of Delaware ("Assignee"), is desirous of acquiring all right, title, and interest in and to the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee, its successors and assigns, absolutely and forever, the entire right, title and interest, whether statutory or at common law, in and to the Marks, together with the goodwill of the business symbolized by them throughout the world, and all registrations and pending applications therefor, in all countries throughout the world, together with all causes of action for any and all previously occurring infringements of the rights being assigned and the right to receive and retain the proceeds relating to those infringements.

Assignor agrees to execute further papers and to do such other acts as may be necessary and proper, at Assignee's sole cost and expense, to vest full title in and to the Marks and all ancillary rights in the Assignee.

This Trademark Assignment may be executed in several counterparts, each of which shall be deemed to be an original, but all of which together will constitute one and the same instrument.

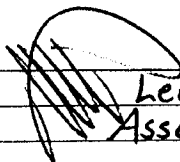
IN WITNESS WHEREOF, Guitar Center, Inc. has caused this Trademark Assignment to be executed and delivered and Fender Musical Instruments Corporation

accepts this Trademark Assignment as of this 14th day of June, 2011.

GUITAR CENTER, INC.

FENDER MUSICAL INSTRUMENTS CORPORATION

By: _____
Name: _____
Title: _____

By:  _____
Name: Lee Holtry
Title: Assoc. Gen. Counsel

State of California)
County of _____) ss.:

On the _____ day of June, 2011, before me personally appeared _____, to me known, who being by me duly sworn, did depose and say that he/she is the _____ of Guitar Center, Inc., the assignor described in the foregoing instrument.

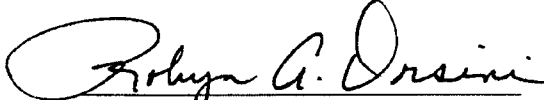
[Notarial Seal]

Notary Public

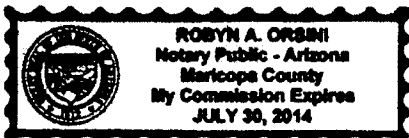
State of Arizona)
County of Maricopa) ss.:

On the 14th day of June, 2011, before me personally appeared Lee Holtry, to me known, who being by me duly sworn, did depose and say that he/she is the Assoc. Gen. Counsel of Fender Musical Instruments Corporation, the assignee described in the foregoing instrument.

[Notarial Seal]



Notary Public



accepts this Trademark Assignment as of this _____ day of June, 2011.

GUITAR CENTER, INC.

FENDER MUSICAL INSTRUMENTS CORPORATION

By: Ellen S. Rosenberg By: _____
 Name: Ellen S. Rosenberg Name: _____
 Title: Assistant General Counsel Title: _____

State of California)
)
 County of Los Angeles) ss.:

On the 14 day of June, 2011, before me personally appeared ELLEN ROSENBERG to me known, who being by me duly sworn, did depose and say that he/she is the Vice President of Guitar Center, Inc., the assignor described in the foregoing instrument.



[Signature]
 Notary Public

State of Arizona)
)
 County of _____) ss.:

On the _____ day of June, 2011, before me personally appeared _____, to me known, who being by me duly sworn, did depose and say that he/she is the _____ of Fender Musical Instruments Corporation, the assignee described in the foregoing instrument.

[Notarial Seal]

 Notary Public

SCHEDULE A

<u>Trademark Title/Description</u>	<u>Date</u>	<u>Serial No.</u>	<u>Status</u>
1. Fatboy	12/19/2010	85201363	Pending
2. Fat Boy	12/19/2010	85201364	Pending

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