

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM433098

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SHORT-FORM TRADEMARK SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MUZAK LLC, the Grantor		06/28/2017	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	The Bank of New York Mellon, as Collateral Agent		
Street Address:	101 Barclay Street		
Internal Address:	Floor 7-E		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10286		
Entity Type:	Banking Corporation: NEW YORK		
PROPERTY NUMBERS Total: 12			
Property Type	Number	Word Mark	
Registration Number:	2432717	MUZAK	
Registration Number:	2380584	YOUR CALLERS ARE LISTENING, EVERY SECOND	
Registration Number:	2290580	MUZAK HEART & SOUL FOUNDATION	
Registration Number:	2403095	DRIVE-THRU EXPRESS	
Registration Number:	1647726	HITLINE	
Registration Number:	1650387	MARKETING ON HOLD	
Registration Number:	1617101	FM-1	
Registration Number:	1456883	FOREGROUND MUSIC ONE	
Registration Number:	0973643	MUZAK	
Registration Number:	0393293	MUZAK	
Registration Number:	2290151	SOLD ON HOLD	
Registration Number:	3152757	M	
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Email:	astark@paulweiss.com, aspoto@paulweiss.com, dewilliams@paulweiss.com		
Correspondent Name:	Alexander Stark		
TRADEMARK			

CH \$315.00 2432717

Address Line 1: Paul Weiss Rifkind Wharton &Garrison LLP
Address Line 2: 1285 Avenue of the Americas
Address Line 4: New York, NEW YORK 10019-6064

ATTORNEY DOCKET NUMBER: 20156-529

NAME OF SUBMITTER: Alexander Stark

SIGNATURE: /Alexander Stark/

DATE SIGNED: 06/29/2017

Total Attachments: 4

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SHORT-FORM TRADEMARK SECURITY AGREEMENT

WHEREAS, MUZAK LLC (the “Grantor”) has adopted, used, is using, or intends to use, and is the owner of the trademark registrations and trademark applications listed in the attached Schedule of Registered Trademarks;

WHEREAS, the Grantor has contemporaneously with the execution of this Short-Form Trademark Security Agreement entered into the Second Lien Pledge and Security Agreement dated as of June 28, 2017 (as modified from time to time, the “Security Agreement”), in which the Grantor has granted certain interests in favor of The Bank of New York Mellon, as Collateral Agent (“Collateral Agent”) for the benefit of the Secured Parties (as defined therein); and

WHEREAS, pursuant to the Security Agreement, the Grantor has agreed with Collateral Agent and the Secured Parties to execute this Short-Form Trademark Security Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantor hereby grants to Collateral Agent for the benefit of the Secured Parties, to the extent provided in the Security Agreement (the terms and conditions of which are hereby incorporated herein), a security interest in all of its right, title and interest in, to and under all the trademarks, whether now owned or at any time hereafter acquired, of the Grantor that are registered with, or for which applications for registration have been filed with, the United States Patent and Trademark Office, including the trademarks registrations and trademark applications listed on the attached Schedule of Registered Trademarks, and all registrations and pending applications associated therewith (excluding any application for registration of a trademark filed on an intent-to-use basis solely to the extent that the grant of a security interest in any such trademark application would materially adversely affect the validity or enforceability of the resulting trademark registration or result in cancellation of such trademark application), as collateral security for the prompt and complete payment and performance when due of all the Secured Obligations (as defined in the Security Agreement). Notwithstanding the foregoing, in the event of any conflict between this Short-Form Trademark Security Agreement and the Security Agreement, the Security Agreement shall control.

Date: June 28, 2017

MUZAK LLC

By: 

Name: Michael Zandan II



Title: Executive Vice President and Secretary

[Signature Page to Mood Media Borrower Notes Trademark Security Agreement (Muzak LLC)]

TRADEMARK
REEL: 006094 FRAME: 0186

SCHEDULE OF
REGISTERED TRADEMARKS

**LIST OF REGISTERED TRADE NAMES, TRADEMARKS, SERVICES MARKS
TRADEMARK AND SERVICE MARK REGISTRATIONS AND
APPLICATIONS FOR TRADEMARK AND SERVICE MARK REGISTRATIONS**

Country, State or Territory	Mark	Reg. No.	App. No.	Status
United States	M MUZAK  m u z a k	2432717	75608892	Renewed
United States	YOUR CALLERS ARE LISTENING, EVERY SECOND COUNTS!	2380584	75605284	Renewed
United States	MUZAK HEART & SOUL FOUNDATION	2290580	75454479	Renewed
United States	DRIVE-THRU EXPRESS	2403095	75367897	Renewed
United States	HITLINE	1647726	74092149	Renewed
United States	MARKETING ON HOLD	1650387	74079538	Renewed
United States	FM-1	1617101	73797679	Renewed
United States	FOREGROUND MUSIC ONE	1456883	73588933	Renewed
United States	MUZAK	0973643	72436399	Renewed
United States	MUZAK	0393293	71443471	Renewed
United States	SOLD ON HOLD	2290151	75544092	Renewed
United States	M 	3152757	78300297	Registered