

## **BULKY DOCUMENTS**

(Exceeds 300 pages)

**Proceeding/Serial No: 91176791**

**Filed: 3-19-2009**

**Title: Declarations and Notice of Reliance**

**Part 2 of 3**



**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT B**

**NOTICE OF RELIANCE RE: WRITTEN  
DISCOVERY RESPONSES**

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

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UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

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**APPLICANT MATTEL, INC.'S RESPONSES TO OPPOSER UMG RECORDINGS,  
INC.'S FIRST SET OF INTERROGATORIES**

PROPOUNDING PARTY:           Opposer UMG RECORDINGS, INC.

RESPONDING PARTY:           Applicant MATTEL, INC.

SET NO.:                         ONE

**PRELIMINARY STATEMENT AND GENERAL OBJECTIONS**

As of the date hereof, Applicant Mattel, Inc. ("Mattel") has not yet completed its investigation of the matters involved herein and has not completed discovery in this action. Consequently, these responses are based only upon such information and documents presently

available, known to or understood by Mattel. As investigation and discovery proceeds, Mattel anticipates that further discovery, research and analysis may supply additional facts and additional meaning to the known facts. Therefore, the following responses are given without prejudice to Mattel's right to supplement, alter or amend these responses as the result of subsequently-discovered evidence. Mattel further reserves its right to use, as evidence in this proceeding, any hereafter-acquired or discovered evidence that would have been responsive to these requests.

Except for express admissions set forth herein, no incidental or implied admissions are intended by these responses. The fact that Mattel has objected or responded to a particular interrogatory is not intended to be an admission by Mattel of the existence of any facts set forth or assumed by the interrogatory. In so objecting or responding, Mattel does not concede the relevance, materiality, propriety or admissibility of any interrogatory or the subject matter to which it relates. These responses are made by Mattel subject to, and without in any way waiving or intending to waive:

1. Any objections as to competency, materiality, privilege, relevancy, propriety, admissibility and/or any other objections on grounds which would require exclusion of any information contained herein;
2. The right to object to other discovery proceedings involving or relating to the same subject matter as the interrogatories; or
3. The right at any time to revise, correct, add to, or clarify any of the responses set forth herein. Furthermore, these responses are given subject to correction of any omissions or errors.

Mattel objects to each interrogatory to the extent it calls for privileged information, including but not limited to, information protected by the attorney-client privilege, the attorney work product doctrine or other applicable constitutional, statutory or common law privileges, doctrines or immunity from disclosure. Mattel will not provide such information. Any inadvertent provision of such information shall not be deemed a waiver of any privileges.

Mattel objects to the interrogatories in their entirety to the extent they attempt or purport to impose obligations on Mattel beyond those set forth in the Federal Rules of Civil Procedure, the Code of Federal Regulations, or the Trademark Trial and Appeal Board Manual of Procedure. In the following responses, all definitions and other instructions shall be treated as having no force or effect to the extent that they exceed those duties.

Mattel objects to each interrogatory to the extent it attempts or purports to impose an obligation to investigate or discover information from third parties not under its control or persons who are equally accessible to Opposer UMG Recordings, Inc ("UMG").

Mattel objects to each interrogatory to the extent it attempts or purports to seek information not relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence.

**RESPONSES TO INTERROGATORIES**

**INTERROGATORY NO. 1:**

Identify each of the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 1:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Subject to and without waiving the foregoing objections, Mattel responds as follows:

YEAR	TOY #	DESCRIPTION
<u>Hot Wheels Kid</u>		
2006	J3412	HOT WHEELS MOTOWN METAL '70 Chevelle
2006	J3413	HOT WHEELS MOTOWN METAL '65 Mustang
2006	J3414	HOT WHEELS MOTOWN METAL '70 Plymouth Road Runner
2006	J3415	HOT WHEELS MOTOWN METAL '67 Camaro
2006	J3416	HOT WHEELS MOTOWN METAL '69 Pontiac GTO
2007	J3412	HOT WHEELS MOTOWN METAL '70 Chevelle
2007	J3413	HOT WHEELS MOTOWN METAL '65 Mustang
2007	J3414	HOT WHEELS MOTOWN METAL '70 Plymouth Road Runner
2007	J3415	HOT WHEELS MOTOWN METAL '67 Camaro
2007	J3416	HOT WHEELS MOTOWN METAL '69 Pontiac GTO

Hot Wheels Adult/Collector

2007 M3264 HOT WHEELS MOTOWN METAL 40TH ANNIVERSARY  
2007 L8805 HOT WHEELS 40TH ANNIVERSARY 2-CAR SETS

**INTERROGATORY NO. 2:**

Describe in detail how the mark MOTOWN METAL appears, or is intended to appear, in relation to the MOTOWN METAL Products, including without limitation the location and size of said mark, and how it is used in connection with the advertisement and sale of the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 2:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is unduly burdensome and harassing, and seeks information equally accessible to UMG. Subject to and without waiving the foregoing objections, Mattel responds as follows:

See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.

**INTERROGATORY NO. 3:**

Identify the date(s) that Applicant selected and/or adopted the mark MOTOWN METAL for use with toys, games, and playthings, namely, toy vehicles and accessories therefor.

**RESPONSE TO INTERROGATORY NO. 3:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

On or about November 9, 2005.

**INTERROGATORY NO. 4:**

Why did Applicant select and/or adopt the mark MOTOWN METAL for Applicant's products?

**RESPONSE TO INTERROGATORY NO. 4:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel selected the mark MOTOWN METAL because of the perceived connection between Detroit, Michigan (aka "Motown" or "Motor City") and the United States automobile industry in general.

**INTERROGATORY NO. 5:**

State whether Applicant conducted a trademark search prior to selecting and/or adopting the mark MOTOWN METAL, and if so, state whether UMG's use or intended use of, or its federal applications to register, any of the MOTOWN Marks were uncovered in such search.

**RESPONSE TO INTERROGATORY NO. 5:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.

**INTERROGATORY NO. 6:**

State whether Applicant had knowledge of UMG's use, intended use of, or application to register, any of the MOTOWN Marks at the time that Applicant selected and/or adopted the mark MOTOWN METAL. If the answer to this Interrogatory is yes, identify the person who had

such knowledge and describe in detail that such person knew about UMG's use, intended use of, and/or application to register, the MOTOWN Marks at that time.

**RESPONSE TO INTERROGATORY NO. 6:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

*See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.*

**INTERROGATORY NO. 7:**

State whether Applicant had knowledge of UMG's use, intended use of, or application to register, any of the MOTOWN Marks at the time that Applicant filed its application to register the mark MOTOWN METAL. If the answer to this Interrogatory is yes, identify the person who had such knowledge and describe in detail what such person knew about UMG's use, intended use of, and/or application to register, the MOTOWN Marks at that time.

**RESPONSE TO INTERROGATORY NO. 7:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.

**INTERROGATORY NO. 8:**

Identify each person who had personal knowledge of Applicant's creation, selection, and/or adoption of the mark MOTOWN METAL, and state the nature of each such person's knowledge.

**RESPONSE TO INTERROGATORY NO. 8:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Donald Aiken; Michael Moore; Kerry Regan; and Martha Jackson (all members of Mattel's Law Department at the relevant times); Jan Heininger (Mattel's copywriter for the MOTOWN METAL products).

**INTERROGATORY NO. 9:**

Identify each person who had personal knowledge of Applicant's application for registration of the mark MOTOWN METAL, and state the nature of each such person's knowledge.

**RESPONSE TO INTERROGATORY NO. 9:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing and seeks information equally accessible to UMG. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither

relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Donald Aiken; Michael Moore; Kerry Regan; Jan Heininger; Martha Jackson.

**INTERROGATORY NO. 10:**

Identify the date that the mark MOTOWN METAL was first used in commerce on or in connection with the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 10:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing in that it seeks information equally accessible to UMG. Mattel further objects to this interrogatory to the extent that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

The MOTOWN METAL products were first shipped to retailers in or about the second quarter of 2006. The MOTOWN METAL products were shipped as part of general assortments of Hot Wheels™ basic cars, ranging from 18 to 144 cars.

**INTERROGATORY NO. 11:**

State whether the use of MOTOWN METAL has been interrupted from the date of first use to the present, and explain in detail the reasons for such interruption and specify the terms of each interruption use.

**RESPONSE TO INTERROGATORY NO. 11:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous.

**INTERROGATORY NO. 12:**

Identify the geographic areas in which Applicant has ever sold MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 12:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

Subject to and without waiving the foregoing objections, Mattel responds as follows:

The MOTOWN METAL products have been sold to retailers worldwide as part of general die cast car assortments.

**INTERROGATORY NO. 13:**

Identify the geographic areas in which applicant intends to sell MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 13:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 14:**

Identify the channels of trade and distribution methods used to sell the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 14:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 15:**

Identify the demographic market to which the MOTOWN METAL Products are sold or intended to be sold. Such identification shall include the age, location, and mean household income of those purchasers that Applicant expects and/or intends to buy and use such products.

**RESPONSE TO INTERROGATORY NO. 15:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 16:**

Identify the retail price of the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 16:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this

interrogatory on the grounds that it is unduly burdensome and harassing and seeks information equally accessible to UMG.

**INTERROGATORY NO. 17:**

State the total number of units sold of the MOTOWN METAL Products to date.

**RESPONSE TO INTERROGATORY NO. 17:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 18:**

State the amount of money Applicant has spent on advertising for the MOTOWN METAL Products on an annual basis.

**RESPONSE TO INTERROGATORY NO. 18:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 19:**

Identify the methods of marketing and advertising of the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 19:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad

and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 20:**

State whether applicant has or ever has had any marketing or advertising plans or programs directed toward or targeted to any particular trade, industry or consumer group for the MOTOWN METAL Products. If so, identify and describe in detail each such trade, industry, or consumer group.

**RESPONSE TO INTERROGATORY NO. 20:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence.

**INTERROGATORY NO. 21:**

Identify (including by name and date) each type of print media (including newspapers and magazines) that contained any advertisement or promotional material for the MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 21:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 22:**

Identify (including by name, channel/station, and date) each television or radio program that contained any advertisements or promotional material for MOTOWN METAL Products.

**RESPONSE TO INTERROGATORY NO. 22:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 23:**

State whether Applicant sold or offers to sell the MOTOWN METAL Products on the internet, and if so, state the URLs, domain names, or website addresses for each website that sells or offers to sell such products, and the name, address, and telephone number of the owner of each such URL, domain name or website.

**RESPONSE TO INTERROGATORY NO. 23:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing and seeks information equally accessible to UMG.

**INTERROGATORY NO. 24:**

Identify each person who has personal knowledge regarding the marketing and advertising of the MOTOWN METAL Products, and state the nature of each such person's knowledge.

**RESPONSE TO INTERROGATORY NO. 24:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 25:**

Describe all circumstances surrounding Applicant's first becoming aware or acquiring knowledge of UMG's intended use, use and/or registration of, any of the MOTOWN Marks. In this description, identify the person who first learned of UMG's use, intended use and/or registration of the MOTOWN Marks, the date that Applicant first became aware of or acquired knowledge of such use, intended use, or registration, what such person knew, and how such person acquired such knowledge.

**RESPONSE TO INTERROGATORY NO. 25:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing and seeks information equally accessible to UMG. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.

**INTERROGATORY NO. 26:**

Identify each instance of consumer confusion or possible consumer confusion between the MOTOWN METAL Mark and any of UMG's MOTOWN Marks.

**RESPONSE TO INTERROGATORY NO. 26:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Mattel further objects to this request to the extent that it seek documents protected by the attorney-client privilege or attorney work product doctrine. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel is not aware of any instances of consumer confusion between the MOTOWN METAL mark and any of UMG's MOTOWN marks.

**INTERROGATORY NO. 27:**

Identify each person who has personal knowledge of any instance of consumer confusion or possible consumer confusion between the mark MOTOWN METAL and any of UMG's MOTOWN Marks, and describe the nature of each such person's knowledge.

**RESPONSE TO INTERROGATORY NO. 27:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Mattel further objects to this request to the extent that it seek documents protected by the attorney-client privilege or attorney work product doctrine. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel is not aware of any instances of consumer confusion between the MOTOWN METAL mark and any of UMG's MOTOWN marks.

**INTERROGATORY NO. 28:**

Identify and describe in detail all instances in which Applicant received any requests, inquiries, or statements from any person relating to whether there is or was some relationship, association, affiliation, or license between UMG and Applicant, or between the goods or services offered or intended to be offered by UMG under any of the MOTOWN Marks and the MOTOWN METAL Products for each instance, identify all individuals who have knowledge of the facts thereof, a description of each instance, and the date of each instance.

**RESPONSE TO INTERROGATORY NO. 28:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Mattel further objects to this request to the extent that it seek documents protected by the attorney-client privilege or attorney work product doctrine. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel is not aware of any instances in which it received any requests, inquiries, or statements from any person relating to whether there is or was some relationship, association, affiliation, or license between UMG and Mattel or between the goods or services offered or intended to be offered by UMG under any of the MOTOWN marks and the MOTOWN METAL Products.

**INTERROGATORY NO. 29:**

Identify each third party to whom Applicant has made a claim, demand, complaint, or contention that their acts or conduct violate Applicant's rights in the mark MOTOWN METAL.

**RESPONSE TO INTERROGATORY NO. 29:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing and seeks information equally accessible to UMG. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has made no claim, demand, complaint, or contention to any third party that its acts or conduct violate Mattel's rights in the mark MOTOWN METAL.

**INTERROGATORY NO. 30:**

Identify each federal or state trademark registration or trademark application covering the MOTOWN METAL mark or any variation thereof owned by Applicant.

**RESPONSE TO INTERROGATORY NO. 30:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is unduly burdensome and harassing, and seeks information equally accessible to UMG. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.

**INTERROGATORY NO. 31:**

If Applicant has ever received any unfavorable comments, evaluations or information, or any criticism or complaints about the quality of any of the MOTOWN METAL Products, identify and describe in detail all communications that refer, relate or pertain to all such

comments, evaluations, information, criticism, and complaints, the date of each such communication, and the persons who made and received such communication.

**RESPONSE TO INTERROGATORY NO. 31:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence.

**INTERROGATORY NO. 32:**

Identify all surveys, public opinion polls or any other forms of consumer research known to Applicant that refer, relate or pertain in any way to the mark MOTOWN METAL.

**RESPONSE TO INTERROGATORY NO. 32:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this request to the extent that it seek documents protected by the attorney-client privilege or attorney work product doctrine.

**INTERROGATORY NO. 33:**

Identify all licensing agreements or licensing arrangements between Applicant and any third party relating to the MOTOWN METAL Products, including but not limited to the date of each such agreement or arrangement, the term of each such agreement or arrangement, a description of the right licensed, the types of goods or services relating to each such license arrangement, and the name and address of each third party licensee or licensor.

**RESPONSE TO INTERROGATORY NO. 33:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 34:**

Identify all cross-marketing agreements or other marketing or advertising arrangements between Applicant and any third party relating to the MOTOWN METAL Products, including but not limited to the date of each such agreement or arrangement, the term of each such agreement or arrangement, a description of the right licensed, the types of goods or services relating to each such license arrangement, and the name and address of each third party co-marketer or contracting party.

**RESPONSE TO INTERROGATORY NO. 34:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing.

**INTERROGATORY NO. 35:**

Identify all third parties of which Applicant is aware that currently use MOTOWN or MOTOWN METAL as a mark for toys, games, and playthings.

**RESPONSE TO INTERROGATORY NO. 35:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is unduly

burdensome and harassing, and seeks information equally accessible to UMG. Mattel further objects to this interrogatory on the grounds that it is unreasonably cumulative and duplicative. Subject to and without waiving the foregoing objections, Mattel responds as follows:

See documents to be produced by Mattel in response to UMG's First Set of Requests for Production of Documents and Things.

**INTERROGATORY NO. 36:**

Identify each person whom Applicant expects to call as an expert witness in this matter, and, for each person identified, state the subject matter(s) on which the expert witness is expected to testify, the substance of the facts and opinions to which the expert witness is expected to testify, a summary of the grounds for each opinion to which the expert is expected to testify, the qualifications of each expert, including a list of all publications authored by the expert within the preceding ten years, the compensation to be paid for the expert's study and testimony; and a list of any other cases in which the expert has testified as an expert at trial or by deposition within the preceding four years.

**RESPONSE TO INTERROGATORY NO. 36:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel further objects to this request to the extent that it seeks documents protected by the attorney-client privilege or attorney work product doctrine. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not yet retained any expert witness to testify in this matter.

**INTERROGATORY NO. 37:**

Identify all persons who provided information for Applicant's responses to these interrogatories, and for Applicant's responses to UMG's first set of requests for production of documents and things served concurrently herewith.

**RESPONSE TO INTERROGATORY NO. 37:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague

and ambiguous. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Sam Negley; Ray Adler; Shane Amsterdam; Chris Bouman; Chris Parker; Joe Feffer; Jan Heininger; Laura Horowitz; Patti Breyfogle; Michael Dewart; Matt Emert; Marc Gallardo; Scott Neitlich; Paul Winter; Dave Zbojniewicz; John Ludwig; Yin Wong.

DATED: October 9, 2007

KINSELLA WEITZMAN ISER KUMP &  
ALDISERT LLP

By:



Chad R. Fitzgerald  
Attorneys for Mattel, Inc.

**PROOF OF SERVICE**

**STATE OF CALIFORNIA, COUNTY OF LOS ANGELES**

At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of Los Angeles, State of California. My business address is 808 Wilshire Boulevard, 3rd Floor, Santa Monica, California 90401.

On October 9, 2007, I served the following document(s) described as **APPLICANT MATTEL, INC.'S RESPONSES TO OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF INTERROGATORIES** on the interested party in this action as follows:

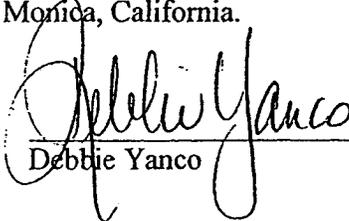
Alexa L. Lewis, Esq.  
Mitchell Silberberg & Knupp LLP  
11377 West Olympic Blvd  
Los Angeles, CA 90064  
Email: all@msk.com

**BY E-MAIL OR ELECTRONIC TRANSMISSION:** Based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the document(s) to be sent from e-mail address dyanco@kwikalaw.com to the persons at the e-mail addresses listed in the Service List. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

**BY MAIL:** I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed in the Service List and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with Kinsella Weitzman Iser Kump & Aldisert's practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed in the office of a member of the bar of this Court at whose direction the service was made.

Executed on October 9, 2007, at Santa Monica, California.

  
\_\_\_\_\_  
Debbie Yanco

VERIFICATION

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I have read the foregoing APPLICANT MATTEL, INC.'S RESPONSES TO OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF INTERROGATORIES and know its contents.

I am an Officer of Mattel, Inc., a party to this action, and am authorized to make this verification for and on its behalf, and I make this verification for that reason. I am informed and believe and on that ground allege that the matters stated in the foregoing document are true.

Executed on October 10, 2007, at El Segundo, California.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Frank Maranto  
Print Name of Signator

  
Signature

**PROOF OF SERVICE**

**STATE OF CALIFORNIA, COUNTY OF LOS ANGELES**

At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of Los Angeles, State of California. My business address is 808 Wilshire Boulevard, 3rd Floor, Santa Monica, California 90401.

On October 10, 2007, I served the following document(s) described as VERIFICATION TO APPLICANT MATTEL, INC.'S RESPONSES TO OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF INTERROGATORIES on the interested party in this action as follows:

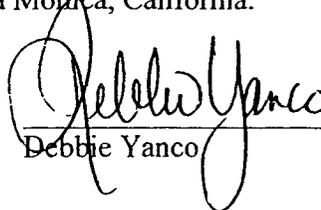
Alexa L. Lewis, Esq.  
Mitchell Silberberg & Knupp LLP  
11377 West Olympic Blvd  
Los Angeles, CA 90064  
Email: all@msk.com

**BY E-MAIL OR ELECTRONIC TRANSMISSION:** Based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the document(s) to be sent from e-mail address dyanco@kwikalaw.com to the persons at the e-mail addresses listed in the Service List. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

**BY MAIL:** I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed in the Service List and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with Kinsella Weitzman Iser Kump & Aldisert's practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed in the office of a member of the bar of this Court at whose direction the service was made.

Executed on October 10, 2007, at Santa Monica, California.

  
\_\_\_\_\_  
Debbie Yanco

**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT C**

**NOTICE OF RELIANCE RE: WRITTEN  
DISCOVERY RESPONSES**

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

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UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

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**APPLICANT MATTEL, INC.'S SUPPLEMENTAL RESPONSES TO OPPOSER UMG  
RECORDINGS, INC.'S FIRST SET OF INTERROGATORIES**

PROPOUNDING PARTY:           Opposer UMG RECORDINGS, INC.

RESPONDING PARTY:           Applicant MATTEL, INC.

SET NO.:                         ONE

**PRELIMINARY STATEMENT AND GENERAL OBJECTIONS**

As of the date hereof, Applicant Mattel, Inc. ("Mattel") has not yet completed its investigation of the matters involved herein and has not completed discovery in this action. Consequently, these responses are based only upon such information and documents presently

available, known to or understood by Mattel. As investigation and discovery proceeds, Mattel anticipates that further discovery, research and analysis may supply additional facts and additional meaning to the known facts. Therefore, the following responses are given without prejudice to Mattel's right to supplement, alter or amend these responses as the result of subsequently-discovered evidence. Mattel further reserves its right to use, as evidence in this proceeding, any hereafter-acquired or discovered evidence that would have been responsive to these requests.

Except for express admissions set forth herein, no incidental or implied admissions are intended by these responses. The fact that Mattel has objected or responded to a particular interrogatory is not intended to be an admission by Mattel of the existence of any facts set forth or assumed by the interrogatory. In so objecting or responding, Mattel does not concede the relevance, materiality, propriety or admissibility of any interrogatory or the subject matter to which it relates. These responses are made by Mattel subject to, and without in any way waiving or intending to waive:

1. Any objections as to competency, materiality, privilege, relevancy, propriety, admissibility and/or any other objections on grounds which would require exclusion of any information contained herein;
2. The right to object to other discovery proceedings involving or relating to the same subject matter as the interrogatories; or
3. The right at any time to revise, correct, add to, or clarify any of the responses set forth herein. Furthermore, these responses are given subject to correction of any omissions or errors.

Mattel objects to each interrogatory to the extent it calls for privileged information, including but not limited to, information protected by the attorney-client privilege, the attorney work product doctrine or other applicable constitutional, statutory or common law privileges, doctrines or immunity from disclosure. Mattel will not provide such information. Any inadvertent provision of such information shall not be deemed a waiver of any privileges.

Mattel objects to the interrogatories in their entirety to the extent they attempt or purport to impose obligations on Mattel beyond those set forth in the Federal Rules of Civil Procedure, the Code of Federal Regulations, or the Trademark Trial and Appeal Board Manual of Procedure. In the following responses, all definitions and other instructions shall be treated as having no force or effect to the extent that they exceed those duties.

Mattel objects to each interrogatory to the extent it attempts or purports to impose an obligation to investigate or discover information from third parties not under its control or persons who are equally accessible to Opposer UMG Recordings, Inc ("UMG").

Mattel objects to each interrogatory to the extent it attempts or purports to seek information not relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence.

#### SUPPLEMENTAL RESPONSES TO INTERROGATORIES

##### INTERROGATORY NO. 11:

State whether the use of MOTOWN METAL has been interrupted from the date of first use to the present, and explain in detail the reasons for such interruption and specify the terms of each interruption use.

##### SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 11:

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel's use of the MOTOWN METAL mark has not been interrupted from the date of Mattel's first use. Mattel is not using the MOTOWN METAL mark in its 2008 line of Hot Wheels toys.

**INTERROGATORY NO. 12:**

Identify the geographic areas in which Applicant has ever sold MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 12:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

The MOTOWN METAL products have been sold to retailers in all 50 states of the United States and worldwide as part of general die cast car assortments.

**INTERROGATORY NO. 13:**

Identify the geographic areas in which applicant intends to sell MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 13:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Except for selling off remaining inventory of the MOTOWN METAL products in Mattel's toy stores, Mattel currently has no future plans to sell products bearing the MOTOWN METAL mark.

**INTERROGATORY NO. 14:**

Identify the channels of trade and distribution methods used to sell the MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 14:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel used all channels of trade and distribution, including but not limited to wholesale sales to retailers, internet sales, and sales through Mattel toy stores, to sell the MOTOWN METAL products.

**INTERROGATORY NO. 15:**

Identify the demographic market to which the MOTOWN METAL Products are sold or intended to be sold. Such identification shall include the age, location, and mean household income of those purchasers that Applicant expects and/or intends to buy and use such products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 15:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

The MOTOWN METAL products were sold and intended to be sold to children ages three to eight years old, and to the adult collector market (males age 18 to 42), in all 50 states of the United States and worldwide.

**INTERROGATORY NO. 16:**

Identify the retail price of the MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 16:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing and seeks information equally accessible to UMG. Subject to and without waiving the foregoing objections, Mattel responds as follows:

The retail price of the MOTOWN METAL products sold individually is \$0.99. The retail price of a two-car collector pack bearing the MOTOWN METAL mark is \$19.99.

**INTERROGATORY NO. 17:**

State the total number of units sold of the MOTOWN METAL Products to date.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 17:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has sold approximately 3,900,951 individual cars bearing the MOTOWN METAL mark and approximately 8,006 of the collector two-packs bearing the MOTOWN METAL mark.

**INTERROGATORY NO. 18:**

State the amount of money Applicant has spent on advertising for the MOTOWN METAL Products on an annual basis.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 18:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not individually marketed or advertised the MOTOWN METAL products separate and apart from advertising the Hot Wheels brand generally.

**INTERROGATORY NO. 19:**

Identify the methods of marketing and advertising of the MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 19:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not individually marketed or advertised the MOTOWN METAL products separate and apart from advertising the Hot Wheels brand generally.

**INTERROGATORY NO. 20:**

State whether applicant has or ever has had any marketing or advertising plans or programs directed toward or targeted to any particular trade, industry or consumer group for the MOTOWN METAL Products. If so, identify and describe in detail each such trade, industry, or consumer group.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 20:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not individually marketed or advertised the MOTOWN METAL products separate and apart from advertising the Hot Wheels brand generally.

**INTERROGATORY NO. 21:**

Identify (including by name and date) each type of print media (including newspapers and magazines) that contained any advertisement or promotional material for the MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 21:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not individually marketed or advertised the MOTOWN METAL products separate and apart from advertising the Hot Wheels brand generally.

**INTERROGATORY NO. 22:**

Identify (including by name, channel/station, and date) each television or radio program that contained any advertisements or promotional material for MOTOWN METAL Products.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 22:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not individually marketed or advertised the MOTOWN METAL products separate and apart from advertising the Hot Wheels brand generally.

**INTERROGATORY NO. 23:**

State whether Applicant sold or offers to sell the MOTOWN METAL Products on the internet, and if so, state the URLs, domain names, or website addresses for each website that sells or offers to sell such products, and the name, address, and telephone number of the owner of each such URL, domain name or website.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 23:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing and seeks information

equally accessible to UMG. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has sold and offered to sell the MOTOWN METAL products on its websites [www.mattel.com](http://www.mattel.com) and [www.hotwheelscollectors.com](http://www.hotwheelscollectors.com).

**INTERROGATORY NO. 24:**

Identify each person who has personal knowledge regarding the marketing and advertising of the MOTOWN METAL Products, and state the nature of each such person's knowledge.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 24:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has not individually marketed or advertised the MOTOWN METAL products separate and apart from advertising the Hot Wheels brand generally. The persons responsible for marketing and advertising Hot Wheels brand are Ray Adler (basic cars) and Chris Bouman (collector series).

**INTERROGATORY NO. 31:**

If Applicant has ever received any unfavorable comments, evaluations or information, or any criticism or complaints about the quality of any of the MOTOWN METAL Products, identify and describe in detail all communications that refer, relate or pertain to all such comments, evaluations, information, criticism, and complaints, the date of each such communication, and the persons who made and received such communication.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 31:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel received five unfavorable comments or complaints about the MOTOWN METAL products. Two comments related to broken axles on two toy cars; two comments related to other broken parts (hood, taillight, bumper); and one comment related to a toy car which had a cracked roof and was missing wheels. The consumer who provided the last comment perceived the defects to be a safety issue. The consumer accepted a \$5.00 voucher upon returning the toy car to Mattel. Patti Breyfogle is the Mattel employee responsible for collecting and organizing such customer comments.

**INTERROGATORY NO. 32:**

Identify all surveys, public opinion polls or any other forms of consumer research known to Applicant that refer, relate or pertain in any way to the mark MOTOWN METAL.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 32:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this request to the extent that it seek documents protected by the attorney-client privilege or attorney work product doctrine. Mattel further objects to this request to the extent that it purports to impose any obligation on Mattel beyond those imposed by the Federal Rules of Civil Procedure, the

Code of Federal Regulations, or the Trademark Trial and Appeal Board Manual of Procedure.

Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel has conducted no surveys, public opinion polls or any other forms of consumer research that refer, relate or pertain in any way to the mark MOTOWN METAL.

**INTERROGATORY NO. 33:**

Identify all licensing agreements or licensing arrangements between Applicant and any third party relating to the MOTOWN METAL Products, including but not limited to the date of each such agreement or arrangement, the term of each such agreement or arrangement, a description of the right licensed, the types of goods or services relating to each such license arrangement, and the name and address of each third party licensee or licensor.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 33:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel entered into no licensing agreements or licensing arrangements with any third party relating to the MOTOWN METAL products.

**INTERROGATORY NO. 34:**

Identify all cross-marketing agreements or other marketing or advertising arrangements between Applicant and any third party relating to the MOTOWN METAL Products, including but not limited to the date of each such agreement or arrangement, the term of each such agreement or arrangement, a description of the right licensed, the types of goods or services relating to each such license arrangement, and the name and address of each third party co-marketer or contracting party.

**SUPPLEMENTAL RESPONSE TO INTERROGATORY NO. 34:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this interrogatory on the grounds that it is vague and ambiguous. Mattel further objects to this interrogatory on the grounds that it is overbroad and seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel further objects to this interrogatory on the grounds that it is unduly burdensome and harassing. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel entered into no cross-marketing agreements or other marketing or advertising arrangements with any third party relating to the MOTOWN METAL products.

DATED: March 14, 2008

KINSELLA WEITZMAN ISER KUMP &  
ALDISERT LLP

By: \_\_\_\_\_



Chad R. Fitzgerald  
Attorneys for Applicant MATTEL, INC.

VERIFICATION

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I have read the foregoing APPLICANT MATTEL, INC.'S SUPPLEMENTAL RESPONSES TO OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF INTERROGATORIES and know its contents.

I am an Officer of Mattel, Inc., a party to this action, and am authorized to make this verification for and on its behalf, and I make this verification for that reason. I am informed and believe and on that ground allege that the matters stated in the foregoing document are true.

Executed on March 14, 2008, at El Segundo, California.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

RICHARD DE ANOA  
Print Name of Signator

[Handwritten Signature]  
Signature

**PROOF OF SERVICE**

**STATE OF CALIFORNIA, COUNTY OF LOS ANGELES**

At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of Los Angeles, State of California. My business address is 808 Wilshire Boulevard, 3rd Floor, Santa Monica, California 90401.

On March 14, 2008, I served the following document(s) described as APPLICANT MATTEL, INC.'S SUPPLEMENTAL RESPONSES TO OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF INTERROGATORIES on the interested party in this action as follows:

Alexa L. Lewis, Esq.  
Mitchell Silberberg & Knupp LLP  
11377 West Olympic Blvd  
Los Angeles, CA 90064

**BY MAIL:** I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed in the Service List and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with Kinsella Weitzman Iser Kump & Aldisert's practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed in the office of a member of the bar of this Court at whose direction the service was made.

Executed on March 14, 2008, at Santa Monica, California.

  
\_\_\_\_\_  
Sharon Dellimore

**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT D**

**NOTICE OF RELIANCE RE: WRITTEN  
DISCOVERY RESPONSES**

CDI

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

*In re Matter of Application No. 78/751,105*

UMG RECORDINGS, INC.

Opposer

v.

MATTEL, INC.,

Applicant

Opposition No.: 91176791  
**OPPOSER UMG  
RECORDINGS, INC.'S FIRST  
SET OF REQUESTS FOR  
ADMISSIONS TO  
APPLICANT**

In accordance with FRCP 36, Applicant Mattel, Inc. ("Applicant") is requested by Opposer UMG Recordings, Inc. ("UMG") to admit the truth of the facts set forth herein, pursuant to and within the deadline governed by the FRCP, the Code of Federal Regulations and the Trademark Trial and Appeal Board Manual of Procedure.

**I. DEFINITIONS**

The following definitions are applicable to the terms in these Requests for Admissions.

A. "UMG" shall mean and refer to Opposer UMG Recordings, Inc. and all of its predecessors and successors in interest, any and all of its affiliates and affiliated entities, and its licensees.

B. "Applicant" shall mean and refer to Applicant Mattel, Inc., and includes any and all of its predecessors and successors in interest, any and all of its subsidiaries, affiliates and affiliated entities, and its partners, employees, agents, officers, directors,

Exhibit D  
Page 52

licensees, and representatives of the foregoing, and any other person acting or purporting to act on behalf of any of the foregoing.

C. The "MOTOWN Marks" shall mean and refer to Applicant's marks as shown in Attachments A and B to UMG's Amended Notice of Opposition.

D. "MOTOWN METAL" shall mean and refer to the mark MOTOWN METAL as shown in U.S. Trademark Application No. 78/751,105, and that is, or is intended to be, used for toys, games and playthings, namely, toy vehicles and accessories therefor.

E. "MOTOWN METAL Products" shall mean and refer to all products of Applicant bearing, or sold or offered under, or intended to be sold or offered under, the mark MOTOWN METAL.

## II. REQUESTS FOR ADMISSION

Request No. 1: Applicant was aware of UMG's use or intended use of one or more of the MOTOWN Marks at the time it adopted the mark MOTOWN METAL.

Request No. 2: Applicant was aware of UMG's use or intended use of one or more of the MOTOWN Marks at the time it filed its U.S. application to register MOTOWN METAL.

Request No. 3: Applicant was aware of UMG's use or intended use of one or more of the MOTOWN Marks at the time it first used MOTOWN METAL in commerce for its toys, games and playthings, namely, toy vehicles and accessories therefor.

Request No. 4: Applicant has sold its MOTOWN METAL Products to the general public.

Request No. 5: Retailers have sold Applicant's MOTOWN METAL Products to the general public.

Request No. 6: Applicant has sold its MOTOWN METAL Products through Applicant's website.

Request No. 7: Retailers have sold Applicant's MOTOWN METAL Products through the retailers' websites.

Request No. 8: Applicant has sold its MOTOWN METAL Products through mail order.

Request No. 9: Retailers have sold Applicant's MOTOWN METAL Products through mail order.

Request No. 10: Applicant has promoted its MOTOWN METAL Products on Applicant's website.

Request No. 11: Applicant has displayed the MOTOWN METAL Products at trade shows.

Request No. 12: Applicant has displayed the MOTOWN METAL Products in its advertising.

Dated: August 28, 2007

MITCHELL SILBERBERG & KNUPP LLP  
RUSSELL J. FRACKMAN  
JEFFREY D. GOLDMAN  
ALEXA L. LEWIS

By: Alexa Lewis  
Attorneys for Opposer

Exhibit D  
Page 54

**PROOF OF SERVICE**

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the county of Los Angeles, State of California. I am over the age of 18 and not a party to the within action. My business address is Mitchell Silberberg & Knupp LLP, 11377 West Olympic Boulevard, Los Angeles, California 90064-1683.

On August 28, 2007, I served a copy of the foregoing document(s) described as **OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF REQUESTS FOR ADMISSIONS TO APPLICANT** on the interested parties in this action at their last known address as set forth below by taking the action described below:

Lawrence Y. Iser ([liser@kwikalaw.com](mailto:liser@kwikalaw.com))

Direct (310) 566-9801

Direct Fax (310) 566-9861

Patricia A. Millett ([pmillet@kwikalaw.com](mailto:pmillet@kwikalaw.com))

Direct (310) 566-9821

Direct Fax (310) 566-9870

Kinsella, Weitzman, Iser, Kump & Aldisert LLP

808 Wilshire Boulevard, 3rd Floor

Santa Monica, CA 90401

(310) 566-9800

Fax: (310) 566-9850

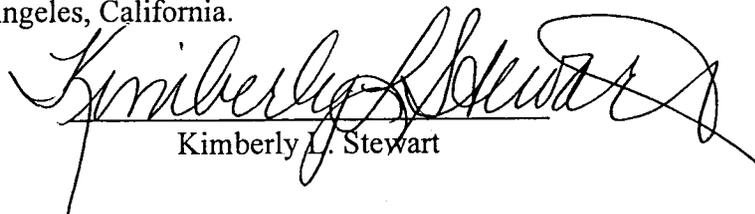
Counsel for Applicant, MATTEL,  
INC.

- BY MAIL:** I placed the above-mentioned document(s) in sealed envelope(s) addressed as set forth above, and deposited each envelope in the mail at Los Angeles, California. Each envelope was mailed with postage thereon fully prepaid.
- BY PERSONAL DELIVERY:** I placed the above-mentioned document(s) in sealed envelope(s), and caused personal delivery by FIRST LEGAL SUPPORT SERVICES of the document(s) listed above to the person(s) at the address(es) set forth above.

I declare that I am employed in the office of a member of the State Bar of California and various federal bars, at whose direction such service was made.

I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

Executed on August 28, 2007, at Los Angeles, California.

  
Kimberly L. Stewart

**PROOF OF SERVICE**

STATE OF CALIFORNIA, COUNTY OF LOS ANGELES

I am employed in the county of Los Angeles, State of California.

I am over the age of 18, and not a party to the within action; my business address is FIRST LEGAL SUPPORT SERVICES, 1511 West Beverly Boulevard, Los Angeles CA 90026.

On August 28, 2007, I served the foregoing document(s) described as **OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF REQUESTS FOR ADMISSIONS TO APPLICANT** which was enclosed in sealed envelopes addressed as follows, and taking the action described below:

Lawrence Y. Iser ([liser@kwikalaw.com](mailto:liser@kwikalaw.com))      Counsel for Applicant, MATTEL, INC.  
 Direct (310) 566-9801  
 Direct Fax (310) 566-9861  
 Patricia A. Millett ([pmillet@kwikalaw.com](mailto:pmillet@kwikalaw.com))  
 Direct (310) 566-9821  
 Direct Fax (310) 566-9870  
 Kinsella, Weitzman, Iser, Kump & Aldisert  
 LLP  
 808 Wilshire Boulevard, 3rd Floor  
 Santa Monica, CA 90401  
 (310) 566-9800  
 Fax: (310) 566-9850

**BY PERSONAL SERVICE:** I hand delivered such envelope(s):

to the addressee(s);

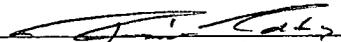
to the receptionist/clerk/secretary in the office(s) of the addressee(s).

by leaving the envelope in a conspicuous place at the office of the addressee(s) between the hours of 9:00 a.m. and 5:00 p.m.

I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

Executed on August 28, 2007, at Los Angeles, California.

  
 \_\_\_\_\_  
 Printed Name

  
 \_\_\_\_\_  
 Signature

**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT E**

**NOTICE OF RELIANCE RE: WRITTEN  
DISCOVERY RESPONSES**

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE  
BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

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UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

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**APPLICANT MATTEL, INC.'S RESPONSE TO OPPOSER  
UMG RECORDINGS, INC.'S FIRST SET OF REQUESTS FOR ADMISSIONS**

PROPOUNDING PARTY:           Opposer UMG RECORDINGS, INC.

RESPONDING PARTY:           Applicant MATTEL, INC.

SET NO.:                        ONE

**PRELIMINARY STATEMENT AND GENERAL OBJECTIONS**

As of the date hereof, Applicant Mattel, Inc. ("Mattel") has not yet completed its investigation of the matters involved herein and has not completed discovery in this action. Consequently, these responses are based only upon such information and documents presently

available, known to or understood by Mattel. As investigation and discovery proceeds, Mattel anticipates that further discovery, research and analysis may supply additional facts and additional meaning to the known facts. Therefore, the following responses are given without prejudice to Mattel's right to supplement, alter or amend these responses as the result of subsequently-discovered evidence. Mattel further reserves its right to use, as evidence in this proceeding, any hereafter-acquired or discovered evidence that would have been responsive to these requests.

Except for express admissions set forth herein, no incidental or implied admissions are intended by these responses. The fact that Mattel has objected or responded to a particular request for admission is not intended to be an admission by Mattel of the existence of any facts set forth or assumed by the request. In so objecting or responding, Mattel does not concede the relevance, materiality, propriety or admissibility of any interrogatory or the subject matter to which it relates. These responses are made by Mattel subject to, and without in any way waiving or intending to waive:

1. Any objections as to competency, materiality, privilege, relevancy, propriety, admissibility and/or any other objections on grounds which would require exclusion of any information contained herein;
2. The right to object to other discovery proceedings involving or relating to the same subject matter as the interrogatories; or
3. The right at any time to revise, correct, add to, or clarify any of the responses set forth herein. Furthermore, these responses are given subject to correction of any omissions or errors.

Mattel objects to each request for admission to the extent it calls for privileged information, including but not limited to, information protected by the attorney-client privilege, the attorney work product doctrine or other applicable constitutional, statutory or common law privileges, doctrines or immunity from disclosure. Mattel will not provide such information. Any inadvertent provision of such information shall not be deemed a waiver of any privileges.

Mattel objects to the requests for admission in their entirety to the extent they attempt or purport to impose obligations on Mattel beyond those set forth in the Federal Rules of Civil Procedure, the Code of Federal Regulations, or the Trademark Trial and Appeal Board Manual of Procedure. In the following responses, all definitions and other instructions shall be treated as having no force or effect to the extent that they exceed those duties.

Mattel objects to each request for admission to the extent it attempts or purports to impose an obligation to investigate or discover information from third parties not under its control or persons who are equally accessible to Opposer UMG Recordings, Inc. ("UMG").

Mattel objects to each request for admission to the extent it attempts or purports to seek information not relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence.

### RESPONSES TO REQUESTS FOR ADMISSIONS

#### REQUEST FOR ADMISSION NO. 1:

Applicant was aware of UMG's use or intended use of one or more of the MOTOWN Marks at the time it adopted the mark MOTOWN METAL.

#### RESPONSE TO REQUEST FOR ADMISSION NO. 1:

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel admits that it had knowledge of UMG's alleged use of its MOTOWN mark only insofar as that use was revealed in the trademark search Mattel conducted on or about November 7, 2005. Mattel denies ever having any knowledge at any time of any intended use by UMG of one or more of the MOTOWN Marks.

**REQUEST FOR ADMISSION NO. 2:**

Applicant was aware of UMG's use or intended use of one or more of the MOTOWN Marks at the time it filed its U.S. application to register MOTOWN METAL.

**RESPONSE TO REQUEST FOR ADMISSION NO. 2:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel admits that it had knowledge of UMG's alleged use of its MOTOWN mark only insofar as that use was revealed in the trademark search Mattel conducted on or about November 7, 2005. Mattel denies ever having any knowledge at any time of any intended use by UMG of one or more of the MOTOWN Marks.

**REQUEST FOR ADMISSION NO. 3:**

Applicant was aware of UMG's use or intended use of one or more of the MOTOWN Marks at the time it first used MOTOWN METAL in commerce for its toys, games and playthings, namely, toy vehicles and accessories therefor.

**RESPONSE TO REQUEST FOR ADMISSION NO. 3:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel admits that it had knowledge of UMG's alleged use of its MOTOWN mark only insofar as that use was revealed in the trademark search Mattel conducted on or about November 7, 2005. Mattel denies ever having any knowledge at any time of any intended use by UMG of one or more of the MOTOWN Marks.

**REQUEST FOR ADMISSION NO. 4:**

Applicant has sold its MOTOWN METAL Products to the general public.

**RESPONSE TO REQUEST FOR ADMISSION NO. 4:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel admits that it has sold products bearing the MOTOWN METAL mark to retailers and consumers.

**REQUEST FOR ADMISSION NO. 5:**

Retailers have sold Applicant's MOTOWN METAL Products to the general public.

**RESPONSE TO REQUEST FOR ADMISSION NO. 5:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the ground that it attempts or purports to impose an obligation to investigate or discover information from third parties not under Mattel's control or who are equally accessible to UMG. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel does not have sufficient information regarding retailers' sales of its MOTOWN METAL products to the general public to answer this request.

**REQUEST FOR ADMISSION NO. 6:**

Applicant has sold its MOTOWN METAL Products through Applicant's website.

**RESPONSE TO REQUEST FOR ADMISSION NO. 6:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is

vague and ambiguous. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel denies this request.

**REQUEST FOR ADMISSION NO. 7:**

Retailers have sold Applicant's MOTOWN METAL Products through the retailers' websites.

**RESPONSE TO REQUEST FOR ADMISSION NO. 7:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the ground that it attempts or purports to impose an obligation to investigate or discover information from third parties not under Mattel's control or who are equally accessible to UMG. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel does not have sufficient information to answer this request for admission, and on that basis denies the request for admission, and on that basis denies the request.

**REQUEST FOR ADMISSION NO. 8:**

Applicant has sold its MOTOWN METAL Products through mail order.

**RESPONSE TO REQUEST FOR ADMISSION NO. 8:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated

to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel denies this request.

**REQUEST FOR ADMISSION NO. 9:**

Retailers have sold Applicant's MOTOWN METAL Products through mail order.

**RESPONSE TO REQUEST FOR ADMISSION NO. 9:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the ground that it attempts or purports to impose an obligation to investigate or discover information from third parties not under Mattel's control or who are equally accessible to UMG. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel does not have sufficient information to answer this request for admission, and on that basis denies the request.

**REQUEST FOR ADMISSION NO. 10:**

Applicant has promoted its MOTOWN METAL Products on Applicant's website.

**RESPONSE TO REQUEST FOR ADMISSION NO. 10:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel admits that it has promoted products bearing the MOTOWN METAL mark on websites owned or controlled by Mattel.

**REQUEST FOR ADMISSION NO. 11:**

Applicant has displayed the MOTOWN METAL Products at trade shows.

**RESPONSE TO REQUEST FOR ADMISSION NO. 11:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel does not have sufficient information to answer this request for admission, and on that basis denies this request.

**REQUEST FOR ADMISSION NO. 12:**

Applicant has displayed the MOTOWN METAL Products in its advertising.

**RESPONSE TO REQUEST FOR ADMISSION NO. 12:**

Mattel hereby incorporates by reference the Preliminary Statement and General Objections set forth above. Mattel further objects to this request for admission on the grounds that it seeks information neither relevant to the claim or defense of any party nor reasonably calculated to lead to the discovery of admissible evidence. Mattel objects to this request for admission on the grounds that it is vague and ambiguous. Subject to and without waiving the foregoing objections, Mattel responds as follows:

Mattel denies this request.

DATED: October 9, 2007

KINSELLA WEITZMAN ISER KUMP &  
ALDISERT LLP

By: 

Chad R. Fitzgerald  
Attorneys for Mattel, Inc.

**PROOF OF SERVICE**

**STATE OF CALIFORNIA, COUNTY OF LOS ANGELES**

At the time of service, I was over 18 years of age and **not a party to this action**. I am employed in the County of Los Angeles, State of California. My business address is 808 Wilshire Boulevard, 3rd Floor, Santa Monica, California 90401.

On October 9, 2007, I served the following document(s) described as **APPLICANT MATTEL, INC.'S RESPONSE TO OPPOSER UMG RECORDINGS, INC.'S FIRST SET OF REQUESTS FOR ADMISSIONS** on the interested party in this action as follows:

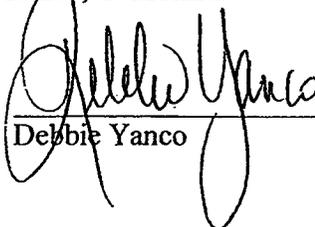
Alexa L. Lewis, Esq.  
Mitchell Silberberg & Knupp LLP  
11377 West Olympic Blvd  
Los Angeles, CA 90064  
Email: all@msk.com

**BY E-MAIL OR ELECTRONIC TRANSMISSION:** Based on a court order or an agreement of the parties to accept service by e-mail or electronic transmission, I caused the document(s) to be sent from e-mail address [dyanco@kwikalaw.com](mailto:dyanco@kwikalaw.com) to the persons at the e-mail addresses listed in the Service List. I did not receive, within a reasonable time after the transmission, any electronic message or other indication that the transmission was unsuccessful.

**BY MAIL:** I enclosed the document(s) in a sealed envelope or package addressed to the persons at the addresses listed in the Service List and placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with Kinsella Weitzman Iser Kump & Aldisert's practice for collecting and processing correspondence for mailing. On the same day that the correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that I am employed in the office of a member of the bar of this Court at whose direction the service was made.

Executed on October 9, 2007, at Santa Monica, California.

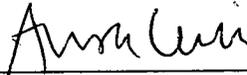
  
\_\_\_\_\_  
Debbie Yanco

**CERTIFICATE OF MAILING**

Date of Deposit: March 19, 2009

"Express Mail" mailing label number: EB 519288429 US

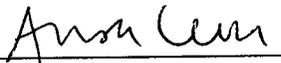
I hereby certify that this paper or fee, **NOTICE OF RELIANCE RE: WRITTEN DISCOVERY RESPONSES**, is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" on the date indicated above and is addressed to: UNITED STATES PATENT AND TRADEMARK OFFICE, Trademark Trial and Appeal Board , P.O. Box 1451, Alexandria, Virginia 22313-1451.



\_\_\_\_\_  
Alexa L. Lewis

**CERTIFICATE OF SERVICE**

I hereby certify that on this 19th day of March, 2009, a true and correct copy of the foregoing **NOTICE OF RELIANCE RE: WRITTEN DISCOVERY RESPONSES**, was served upon Opposer's counsel of record by hand delivery, to the following address: Lawrence Y. Iser, Patricia A. Millett, Chad R. Fitzgerald, Kinsella, Weitzman, Iser, Kump & Aldisert LLP, 808 Wilshire Boulevard, 3rd Floor, Santa Monica, CA 90401.



\_\_\_\_\_  
Alexa L. Lewis

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**  
**BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

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UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

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**UMG RECORDINGS, INC.'s MOTION TO FILE DOCUMENTS UNDER SEAL**

Opposer, UMG Recordings, Inc. ("Opposer" or "UMG"), by its counsel, submits the following documents, which contain material that has been designated as confidential pursuant to the provisions of the Board's Standard Protective Order, under seal, respectfully requests that the Board maintain the confidentiality of said documents, and contemporaneously files redacted versions of those documents not under seal:

- (1) Declaration of Melissa K. Cote
- (2) Declaration of Michael Rajna
- (3) Declaration of Gary Atkinson
- (4) Declaration of Deanna Czapla
- (5) Declaration of William Schulte
- (6) Declaration of Anton Handal
- (7) Declaration of William Waddell
- (8) Declaration of Jerry Juste
- (9) Notice of Reliance re: Evidence Filed in *UMG Recordings, Inc. v. O'Rourke*
- (10) Notice of Reliance re: Discovery Depositions

Date: March 9, 2009



Alexa L. Lewis  
MITCHELL SILBERBERG & KNUPP LLP  
11377 West Olympic Boulevard  
Los Angeles, California 90064  
(310) 312-2000  
Attorneys for Opposer  
UMG Recordings, Inc.

**CERTIFICATE OF MAILING**

Date of Deposit: March 19, 2009

"Express Mail" mailing label number: EB 519288429 US

I hereby certify that this paper or fee, **UMG RECORDINGS, INC.'s MOTION TO FILE DOCUMENTS UNDER SEAL**, is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" on the date indicated above and is addressed to: UNITED STATES PATENT AND TRADEMARK OFFICE, Trademark Trial and Appeal Board , P.O. Box 1451, Alexandria, Virginia 22313-1451.



\_\_\_\_\_  
Alexa L. Lewis

**CERTIFICATE OF SERVICE**

I hereby certify that on this 19th day of March, 2009, a true and correct copy of the foregoing **UMG RECORDINGS, INC.'s MOTION TO FILE DOCUMENTS UNDER SEAL**, was served upon Opposer's counsel of record by hand delivery, to the following address: Lawrence Y. Iser, Patricia A. Millett, Chad R. Fitzgerald, Kinsella, Weitzman, Iser, Kump & Aldisert LLP, 808 Wilshire Boulevard, 3rd Floor, Santa Monica, CA 90401.



\_\_\_\_\_  
Alexa L. Lewis

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**  
**BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

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UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

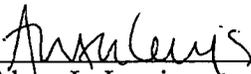
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**NOTICE OF RELIANCE RE: PRODUCED EVIDENCE**

Pursuant to the parties' March 2, 2009 Stipulation for Introduction of Evidence at Trial, the Board's March 16, 2009 Order thereon Opposer UMG Recordings, Inc. hereby makes of record and notifies Applicant of its reliance on the documents produced by Applicant and bates-labeled APP 002-37, true and correct copies of which are attached hereto as Exhibit A.

Respectfully submitted,

Date: March 19, 2009

  
\_\_\_\_\_  
Alexa L. Lewis  
MITCHELL SILBERBERG & KNUPP LLP  
11377 West Olympic Boulevard  
Los Angeles, California 90064  
(310) 312-2000  
Attorneys for Opposer  
UMG Recordings, Inc.

**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

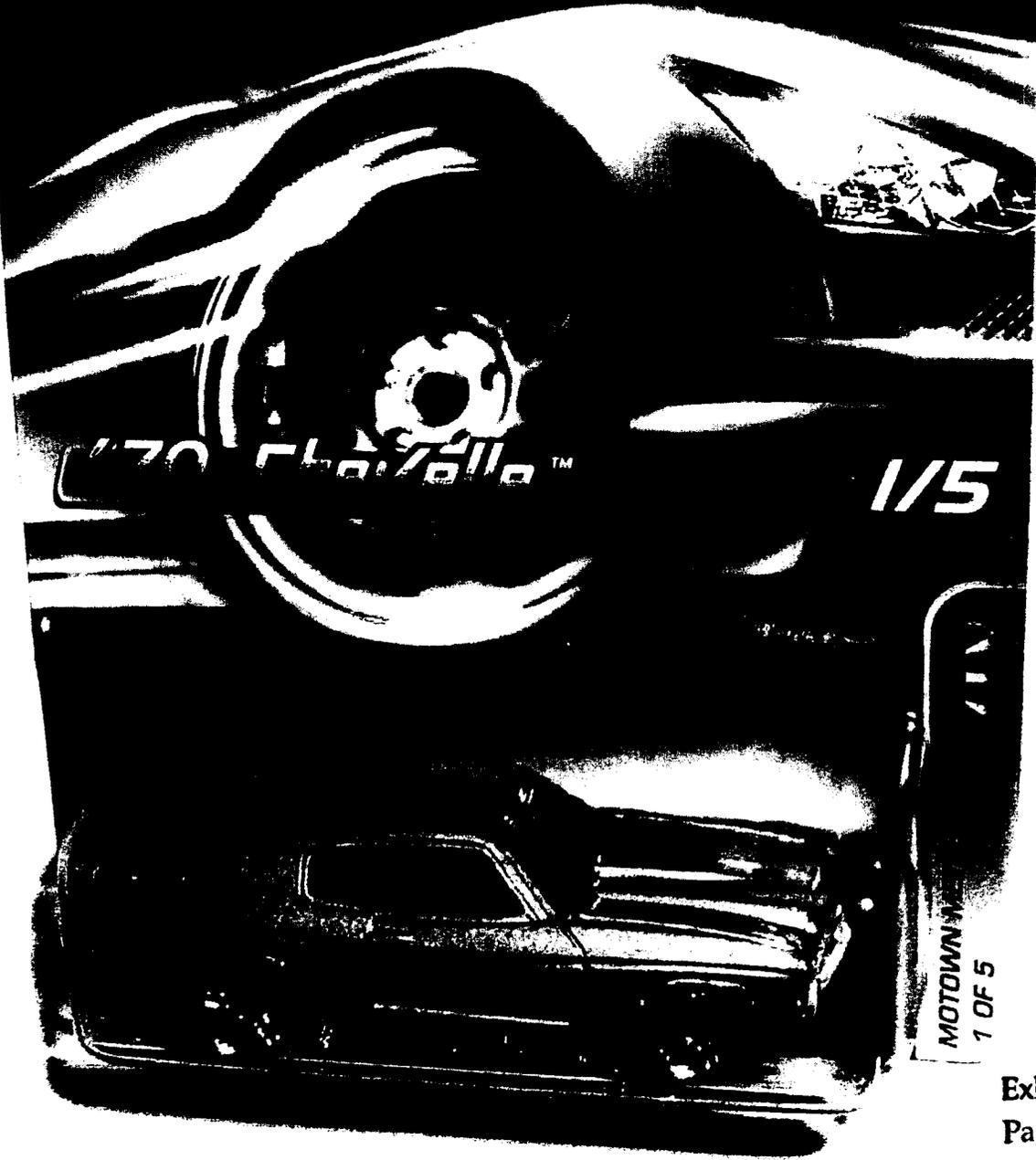
**EXHIBIT A**

**NOTICE OF RELIANCE RE: PRODUCED  
EVIDENCE**

J3412

086

HOT WHEELS



MOTOWN  
1 OF 5

Exhibit A  
Page 3

APP 002

**MOTOWN METAL**  
**1 OF 5**

Exhibit A  
Page 4

APP 003



Available in the Hot Wheels Classics™ METAL™ Series vehicles!

- 65 Mustang
- 70 Plymouth Road Runner
- 67 Chevrolet
- 69 Pontiac GTO

### FUN FACTS!

The 1970 Chevelle™ is one of our most popular castings! It's so popular that we introduced a convertible version in our Hot Wheels® Classics line, currently in stores!

### COLLECTOR POSTER OFFER!

Mail in your Hot Wheels Classics™ METAL™ Series vehicle and receive a collector poster for shipping & handling. Offer good while supplies last. See store for details. Offer ends 12/31/03.

MAILING ADDRESS: COLLECTOR POSTER OFFER, HOT WHEELS CLASSICS™ METAL™ SERIES, 1000 WEST 41ST AVENUE, NY, NY 10024

For more information, visit [www.hotwheels.com](http://www.hotwheels.com) or call 1-800-848-8888.

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 Consumer Relations: 1-800-524-8687 **MADE IN CHINA, MALAYSIA OR THAILAND AS MARKED.** Manufactured for Mattel. All Rights Reserved.  
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 Mattel Australia Pty. Ltd., Richmond, Victoria 3121, Consumer Advisory Service - 1 300 135 312 (valid only in Australia); Mattel East Asia Ltd., Room 1106, South Tower, World Finance Centre, Harbour City, Tsimshatsui, HK, China. Daimport & Diedarkan Oleh: Mattel SEA Ptd Ltd (993532-P) Lot 13-5 Menara Lien Hoe, Persiaran Tropicana Golf Country Resort, 47410 Pj, Tel: 03-78803817, Fax: 03-78803867. Imported by: Importé par Mattel Canada Inc. Mississauga, Ontario L5R 3W2

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Go to [hotwheels.com](http://hotwheels.com) to find out about special promotions and to check out other cool stuff.



Not suitable for children under 36 months. Small parts may be generated.

NOT FOR USE WITH SOME HOT WHEELS® SETS



CONFORMS TO THE SAFETY REQUIREMENTS OF ASTM F963

### CONSUMER INFORMATION

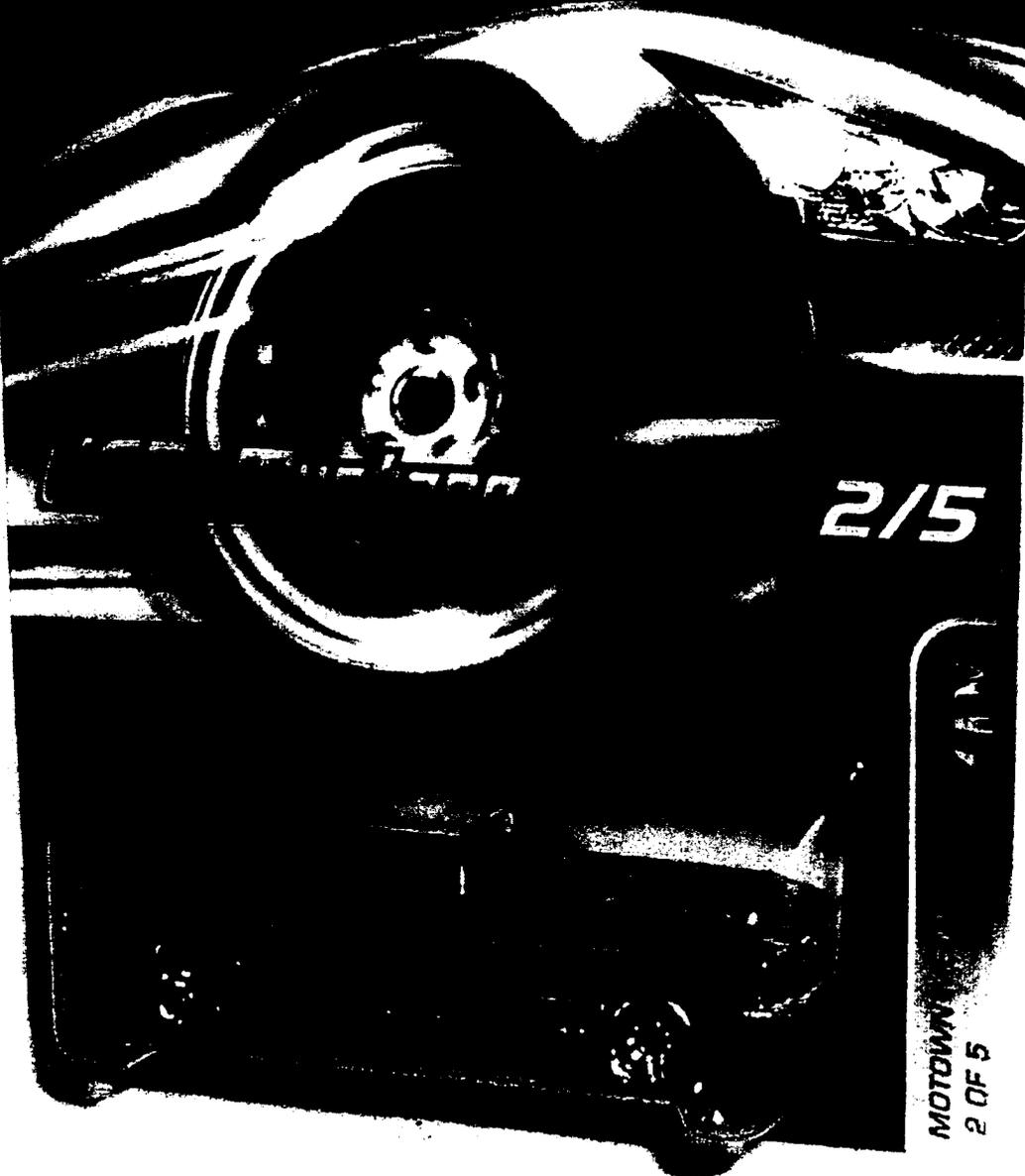
PROOF OF PURCHASE: 8003-1-03



13413

087

**HOT WHEELS**®



2/5

MOTOWN  
2 OF 5

Exhibit A  
Page 6

APP 005

**MOTOWN METAL**  
**2 OF 5**

Exhibit A  
Page 7

APP 006



### METAL™ Series vehicles!

#### FUN FACTS!

The 1965 Mustang was first introduced in 1984 and is one of the few Hot Wheels® vehicles in the mainline to feature an opening hood!

#### COLLECTOR POSTER OFFER!

Send in your Hot Wheels collector card with \$2.95 value. Get 1.95 OFF (check or money order) for shipping & handling on your Hot Wheels collector poster. Send your check or money order & mailing address to: **EDUCATIONAL POSTERS, INC., 8751 157th EAST, AURORA, NY 14052**. Offer good while supplies last. Void where prohibited. Please allow 4-6 weeks for delivery.

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#### CONSUMER INFORMATION

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J3414

088

# HOT WHEELS



170 Plymouth Road Runner

3/5



MOTOWN METAL  
3 OF 5

Exhibit A  
Page 9

**MOTOWN METAL™**  
**3 OF 5**

Exhibit A  
Page 10

APP 009

2414 98



Collect all five 2006 Hot Wheels® Series vehicles!

- '70 Chevelle™
- '65 Mustang
- '70 Plymouth® Road Runner
- '67 Camaro®
- '69 Pontiac® GTO®

Each sold separately. Subject to availability.

### FUN FACTS!

The Plymouth Road Runner is an iconic muscle car. Did you know that the Road Runner cartoon character was painted on the side of the real car and it had a horn that went "Beep Beep"?

### COLLECTOR POSTER OFFER!

Mail in today for a photo record of all the 2006 vehicles. Send \$3.00 (check or money order) for shipping & processing, plus your name & mailing address to:

2006 POSTER OFFER, P.O. BOX 1229 EAST AURORA NY 14052

Valid in U.S.A. only. Offer expires December 31, 2006, or while supplies last. Void where prohibited. Please allow 8-10 weeks for delivery.

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ADDITIONAL INFORMATION

J3415

089

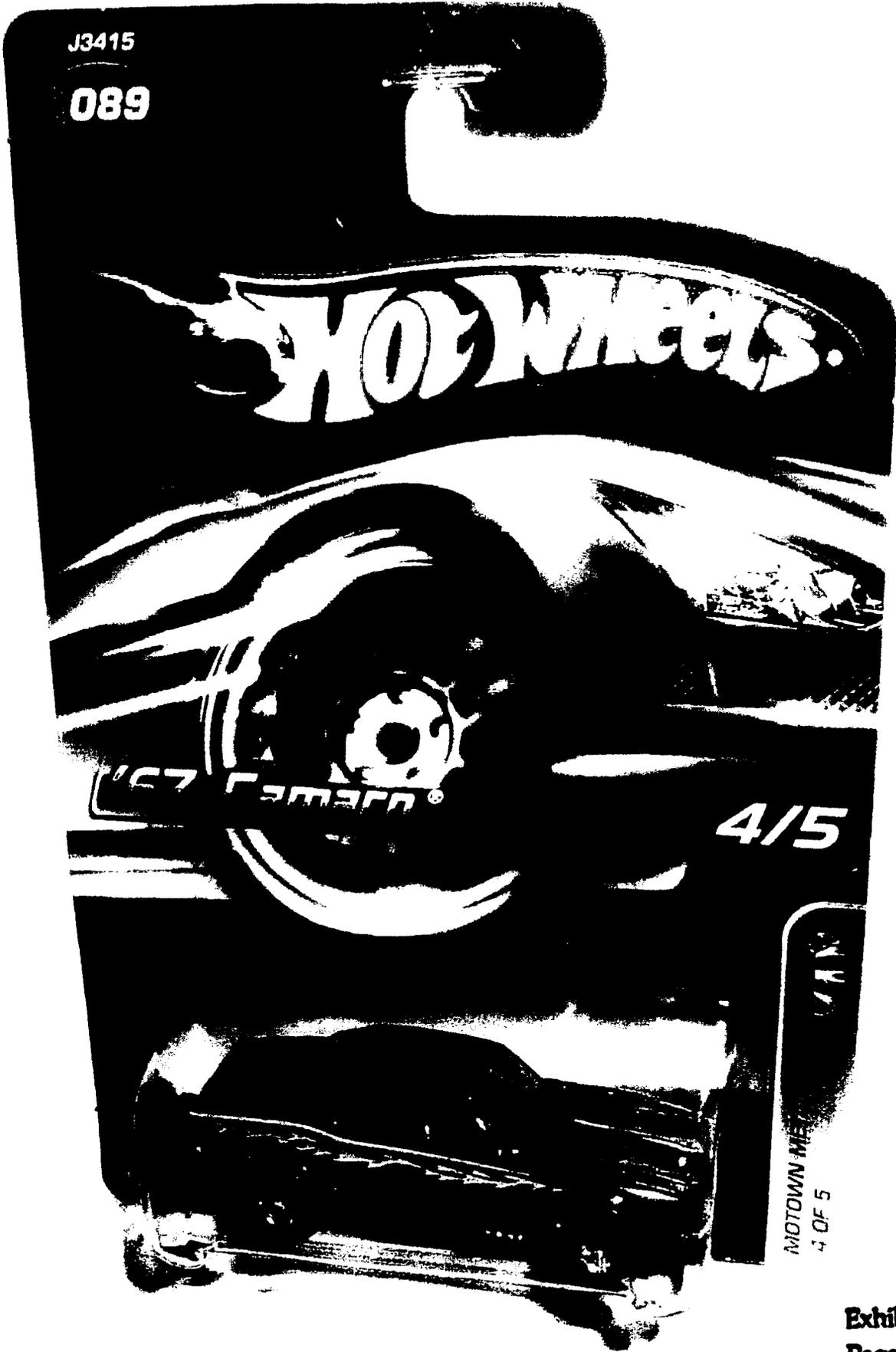


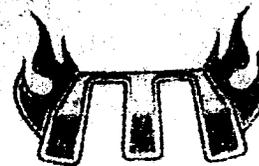
Exhibit A  
Page 12

APP 011



**MOTOWN METAL**  
**4 OF 5**

Exhibit A  
Page 13



Collect all five MOTOWN METAL™ Series vehicles!

- 67 Chevelle®
- 65 Mustang
- 70 Plymouth® Road Runner
- 67 Camaro®
- 69 Pontiac® GTO®

Each sold separately, subject to availability.

### FUN FACTS!

The 1967 Camaro® has been one of the most popular Hot Wheels® cars ever. In fact, it's the only car with over 100 different versions. It's worth hundreds of dollars!

VERSION 100: 1967 Camaro®

### COLLECTOR POSTER OFFER

Mail in today for a photo record of all the 2006 vehicles you collect. Includes a photo of your collection and a processing photo. Plus your name on a poster!

2006 POSTER OFFER. P.O. BOX 10000

Valid in U.S.A. only Offer expires December 31, 2006. Please allow 4-6 weeks for processing.

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Ltd., 100 Robinson Road, World Finance Centre, Harbour City, Singapore  
Tel: +65 6339 3333 Mottac & Diederichs GmbH, Mattel SEA Pte Ltd., 992531, Singapore  
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Tel: +65 6339 3333 Fax: +65 75803967. Imported by: Mattel Inc. 100  
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### CONSUMER INFORMATION

For more information, visit the Hot Wheels website, [service.hotwheels.com](http://service.hotwheels.com) or  
1-800-524-6697, M-F 9AM - 6PM ET.  
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Not suitable for children  
under 36 months. Small  
parts may be generated.



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Exhibit A  
Page 14

APP 013

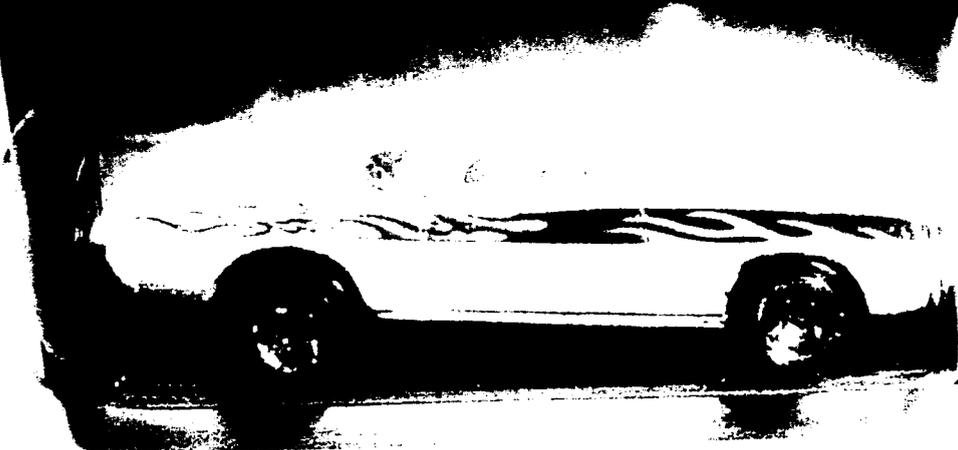
J3416

090

# HOT WHEELS



1/50 **ROCKET** LTD. 5/5



MOTOWN METALS  
5 OF 5

Exhibit A  
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APP 014

**MOTOWN METAL™**  
**5 OF 5**

Exhibit A  
Page 16

APP 015



Mattel™ Series vehicles!

### FUN FACTS!

The muscle car era typically refers to high performance vehicles produced between 1964 and 1972. The 1964 Pontiac GTO is usually referred to as the first muscle car! Look for it in our Ultra Hots™ lineup!

### COLLECTOR POSTER OFFER!

Send \$3.00 (check or money order) for shipping & handling to: Mattel, Inc., Dept. 1444, 1444 York Street, East Aurora, NY 14052. While supplies last. Void where prohibited. Allow 2 weeks for delivery.

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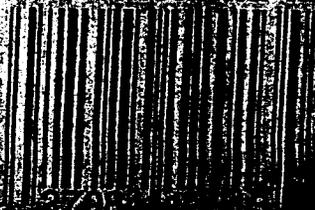
Go to [hotwheels.com](http://hotwheels.com) to find out about special promotions and to check out other cool stuff.



Not suitable for children under 36 months. Small parts may be present.

Assembled in China

PROOF OF PURCHASE: 2006 030



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SERVICE.MATTEL.COM

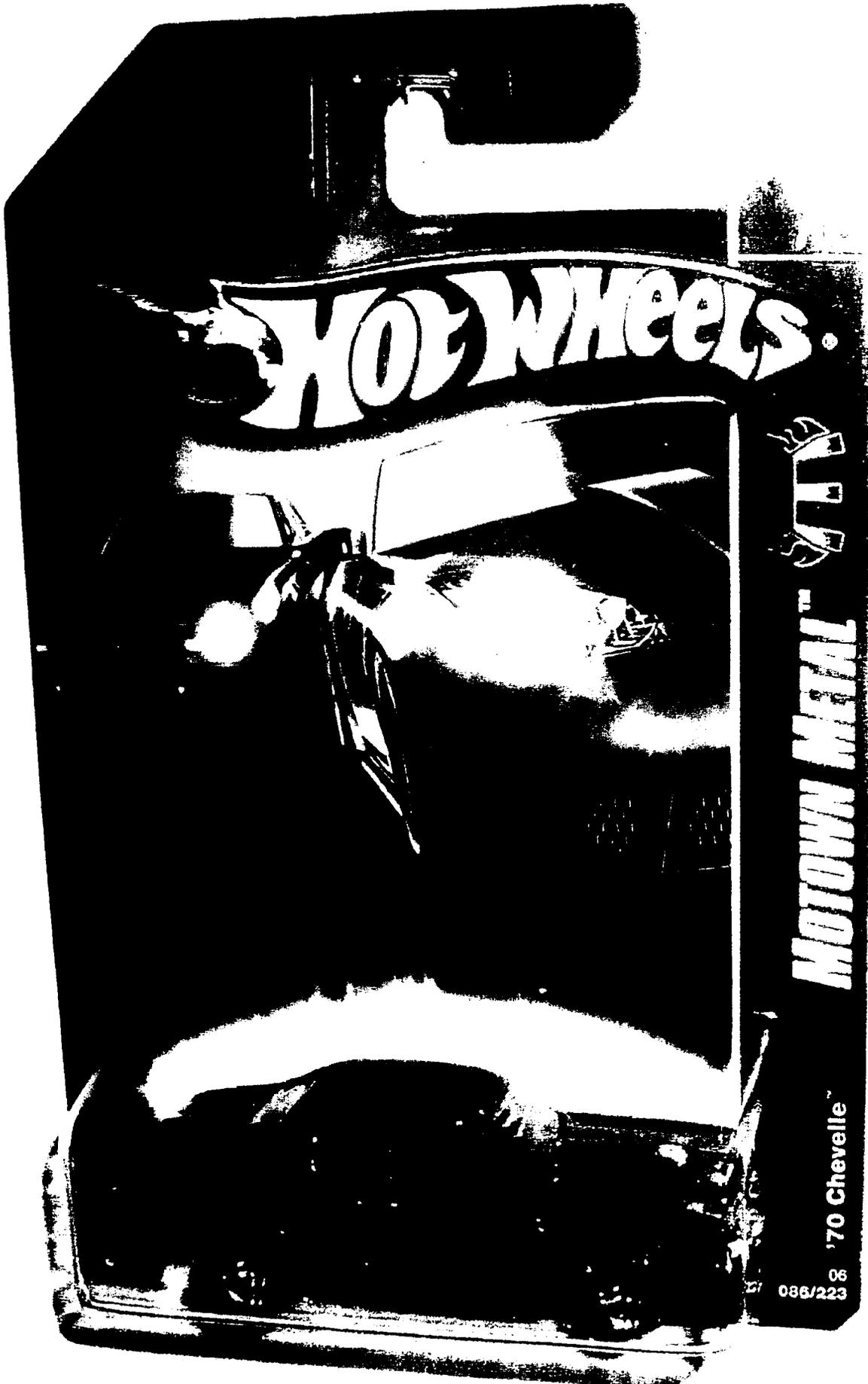
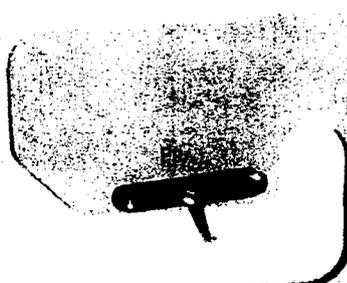


Exhibit A  
Page 12





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**12 Treasure Hunts™ cars/autos/véhicules 2 Track Stars™ cars/autos/véhicules**  
**12 Teams of 4 / 12 equipos de 4 / 12 équipes de 4**

**TEAMS • EQUIPOS • ÉQUIPES Motown Metal™**

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- '70 Chevelle™
- '65 Mustang
- '70 Plymouth® Road Runner
- '67 Camaro®
- '69 Pontiac® GTO®



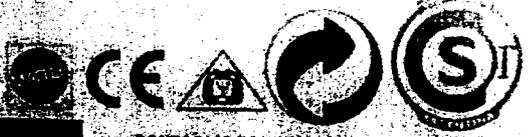
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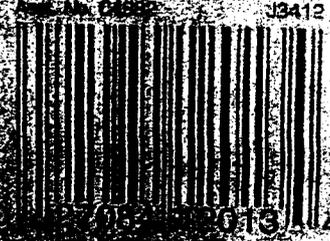
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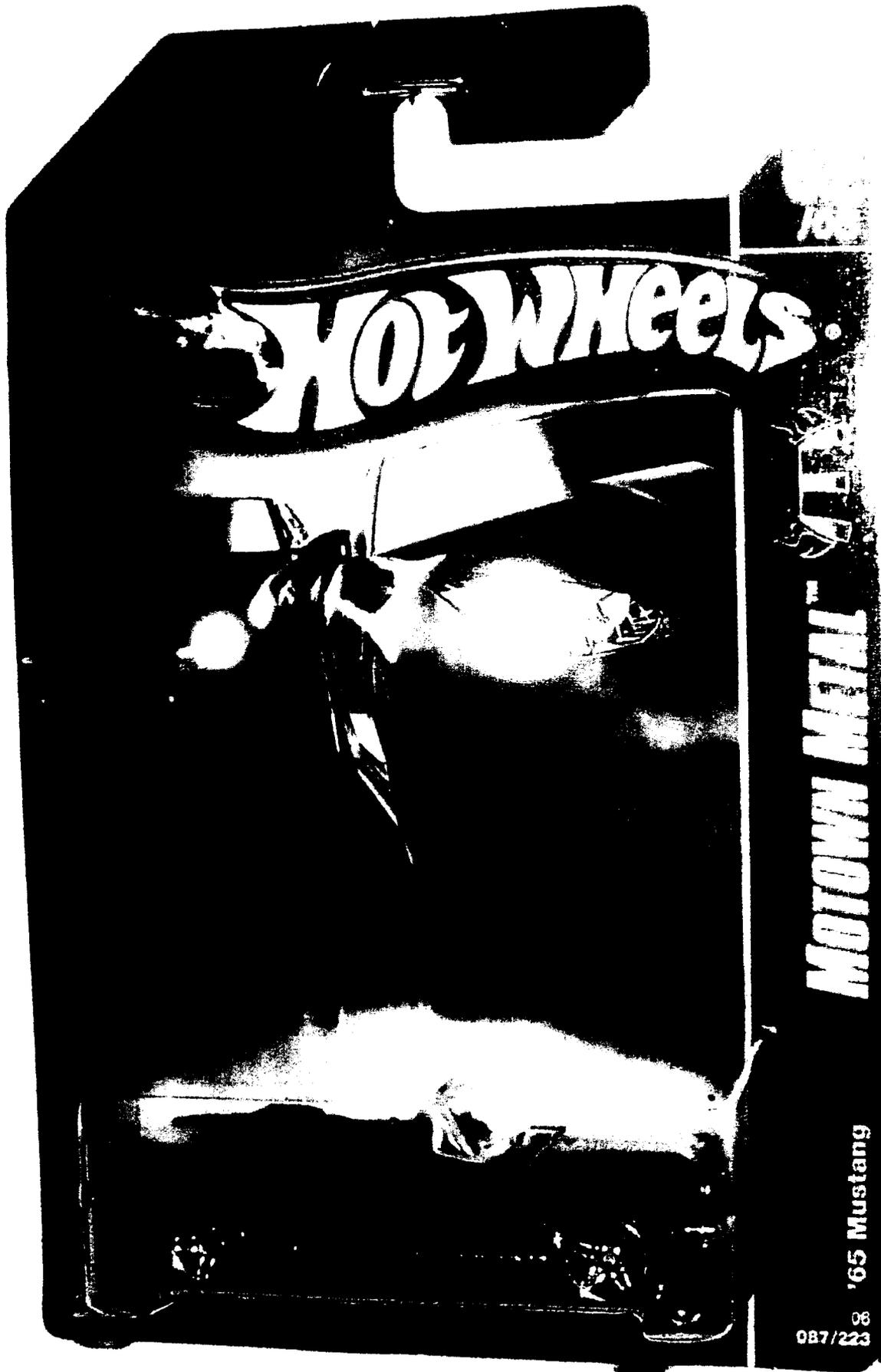


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 NORMES DE SÉCURITÉ. CUMPLE CON TODAS  
 LAS NORMAS DE SEGURIDAD.



Estimado A  
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1965

**Hot Wheels**

**MOTOWN METAL™**

'65 Mustang

08 Exhibit 4  
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06

'65 Mustang

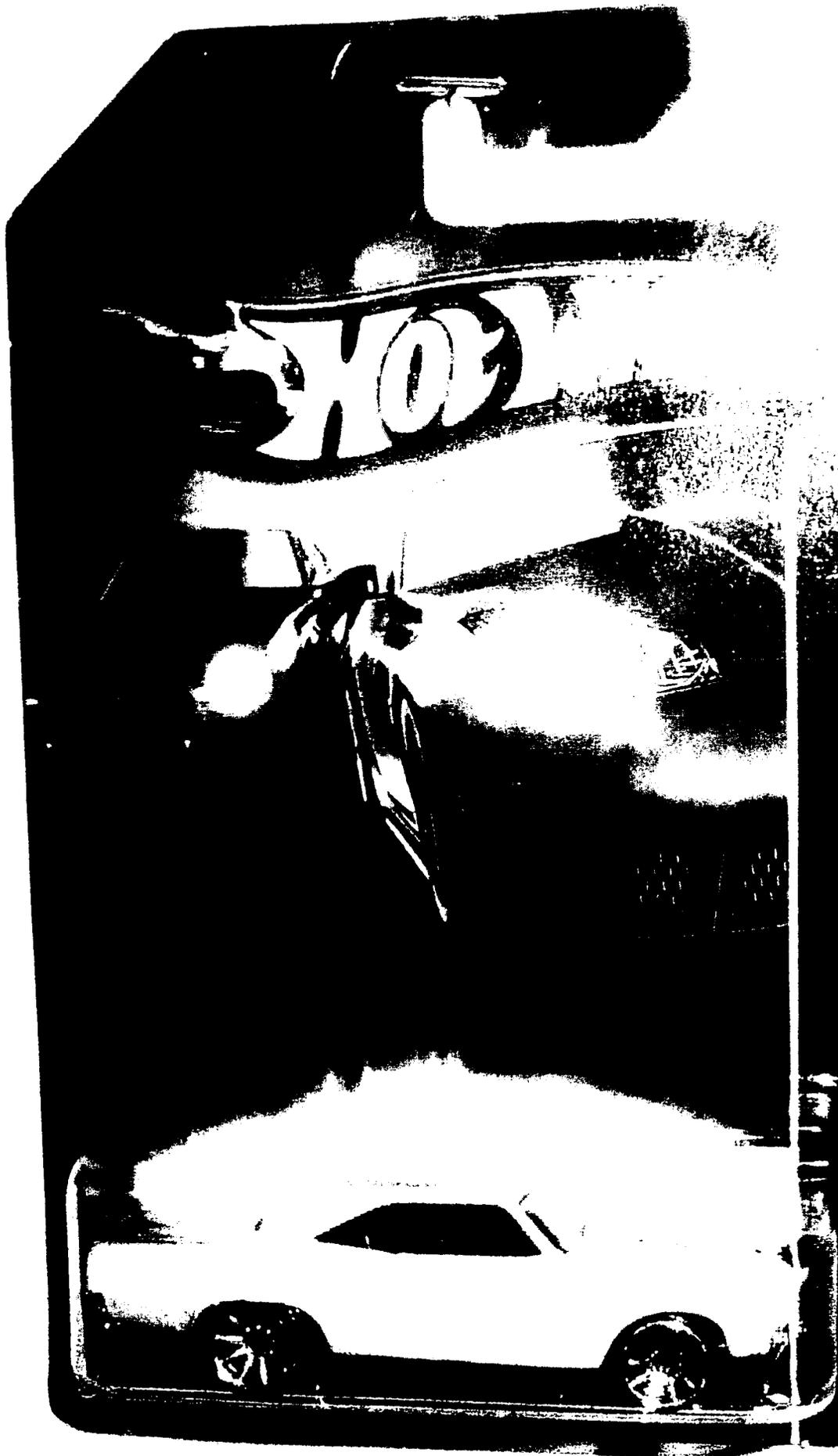
**MOTOWN METAL™**



Exhibit A  
Page 22

APP 021





**LOOK**

**MOTOWN**

'70 Plymouth Road Runner

088V/22:06

hibit A  
ge 24







**Hot Wheels**

**MOTOWN METAL™**

'67 Camaro

06  
089/223

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Exhibit A  
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05  
/08

# HOT WHEELS



MOTOWN

'69 Pontiac GTO

06  
090/223

Exhibit A  
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Not suitable for children under 36 months.  
Small parts may be generated.  
Ne convient pas aux enfants de moins de 36 mois.  
Petits éléments détachables susceptibles d'être avérés.  
Juguete no recomendado para menores de 3 años. Puede generar piezas pequeñas.

PP



Look For All The '07 Vehicles! • ¡Busca todos los vehículos de 2007! • Découvre tous les véhicules de 2007!

12 Treasure Hunts™ cars/autos/véhicules 12 Track Stars™ cars/autos/véhicules  
12 Teams of 4 / 12 equipos de 4 / 12 équipes de 4

TEAMS • EQUIPOS • ÉQUIPES

Motown Metal™

The '07 vehicles come together in team segments.  
Can you find these super fast collectibles? With 12 teams of 4 vehicles each, they are perfect to collect or trade with your friends.  
¿Puedes encontrarlos? Cuando los vehículos Hot Wheels se unen en segmentos de equipo, no hay nada que pueda vencer a estos súper vehículos de colección. Con 12 equipos de 4 autos cada uno, los EQUIPOS HOT WHEELS son ideales para coleccionar o intercambiar con tus amigos. ¿Los buscas todos? • Lorsque les véhicules Hot Wheels forment des segments par équipe, rien n'est capable de battre ces véhicules de collection super rapides. Avec 12 équipes de 4 voitures, les EQUIPES HOT WHEELS sont idéales pour être trouvés et échanger avec tes amis. Tu les as toutes trouvées?

- '70 Chevrolet
- '65 Mustang
- '70 Plymouth
- '67 Camaro
- '69 Pontiac



Hot Wheels cars to find out about special promotions and...  
coleccionables especiales y para ver otras cosas importantes...  
promotions spéciales et jeter un oeil sur d'autres...  
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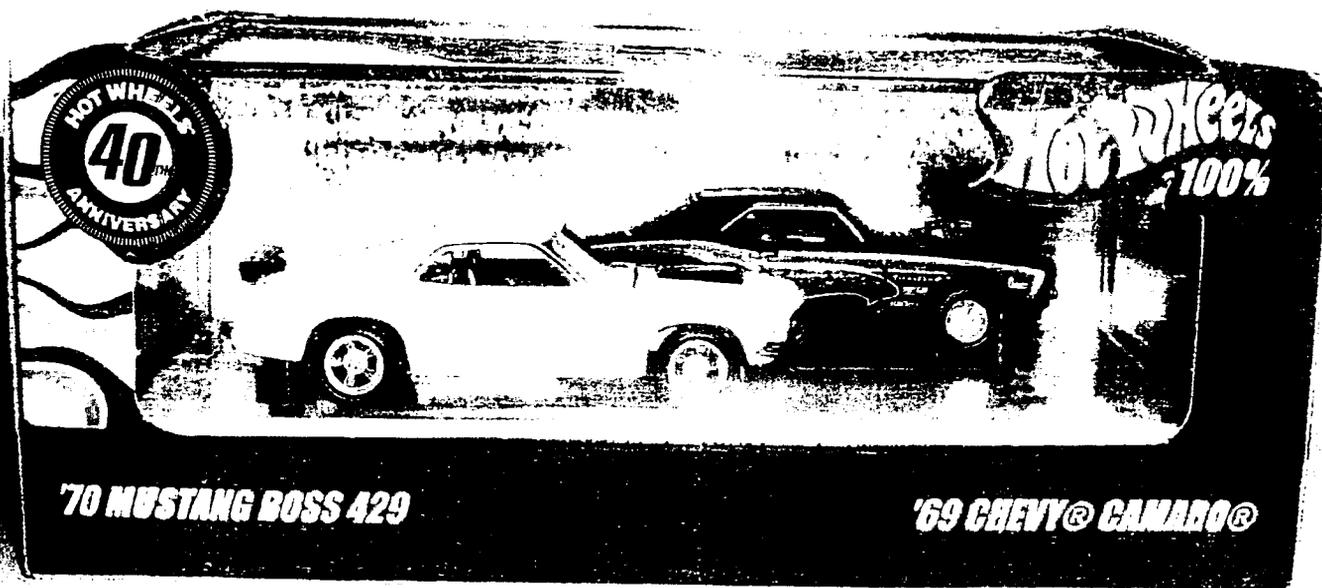


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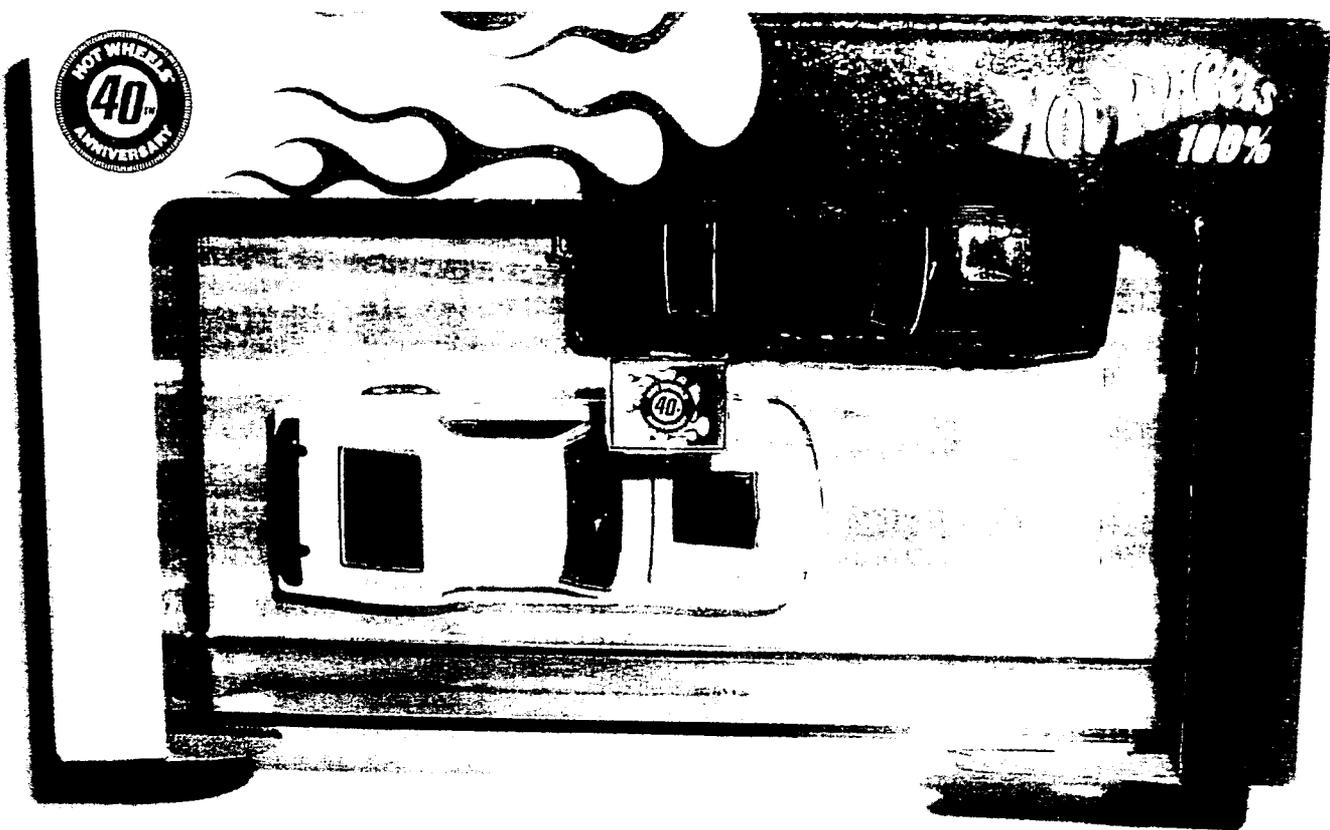


Exhibit A  
Page 34

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**MOTOWN METAL™**

Exhibit A  
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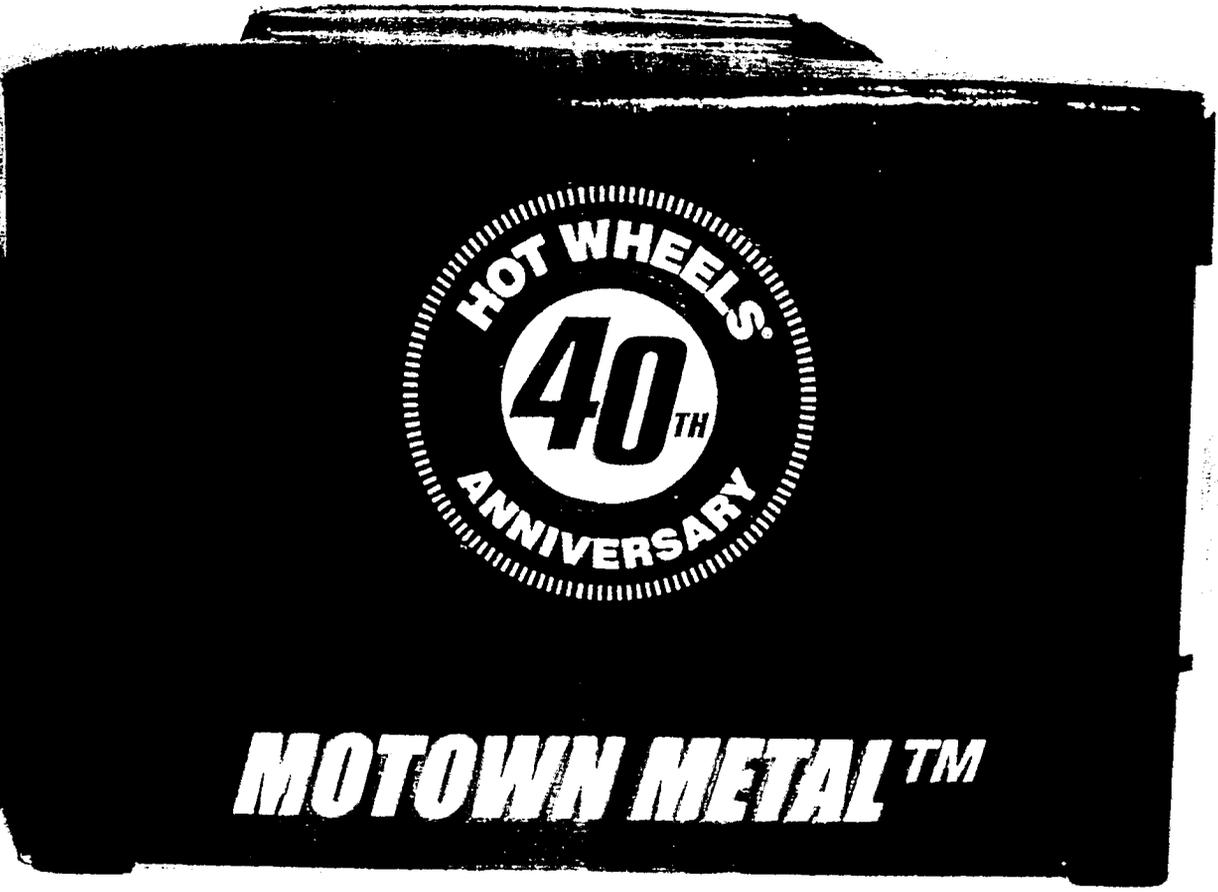


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[SERVICE.MATTEL.COM](http://SERVICE.MATTEL.COM)



**CERTIFICATE OF MAILING**

Date of Deposit: March 19, 2009

"Express Mail" mailing label number: EB 519288429 US

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\_\_\_\_\_  
Alexa L. Lewis

**CERTIFICATE OF SERVICE**

I hereby certify that on this 19th day of March, 2009, a true and correct copy of the foregoing **NOTICE OF RELIANCE RE: PRODUCED DOCUMENTS**, was served upon Opposer's counsel of record by hand delivery, to the following address: Lawrence Y. Iser, Patricia A. Millett, Chad R. Fitzgerald, Kinsella, Weitzman, Iser, Kump & Aldisert LLP, 808 Wilshire Boulevard, 3rd Floor, Santa Monica, CA 90401.



\_\_\_\_\_  
Alexa L. Lewis

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**  
**BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

---

UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

---

**NOTICE OF RELIANCE RE: PRINTED PUBLICATIONS**

Pursuant to 37 C.F.R. §2.122(e), Opposer UMG Recordings, Inc. hereby makes of record and notifies Applicant of its reliance on the following printed publications, offered to show that Motown, its history and the fame of the MOTOWN mark are often chronicled in publications available to the general public, true and correct copies of NEXIS printouts of which are attached hereto as Exhibit A, and asks the Board to take judicial notice thereof:

(1) “Days of Dancing, Dancing in the Street,” which appeared in *The New York Times* on February 15, 1998.

(2) “Reasons to be grateful,” which appeared in the *Michigan Chronicle (Detroit)* on May 2, 2007 – May 8, 2007.

(3) “RADIO DIGEST: Capital Gold to air Legendary Labels,” which appeared in *Music Week* on March 17, 2007.

(4) “Stax collection bares its soul, celebrating 50 years of music,” which appeared in *Corpus Christi Caller-Times (Texas)* on April 20, 2007.

(5) “SMOKEY ROBINSON, THE ‘POET LAUREATE OF SOUL,’ CELEBRATES 50 YEARS OF MUSIC,” which appeared in *Jet* on April 2, 2007.

(6) “Motown’s greatest songman honored for Miracles in music,” which appeared in *Lansing State Journal (Michigan)* on December 24, 2006.

(7) “Still cruisin,” which appeared in *The Washington Times* on December 1, 2006.

(8) “MOTOWN REMAKES: One reason the sound is ‘forever,’” which appeared in *Michigan Chronicle (Detroit)* on June 21, 2006-June 27, 2006.

(9) “Motown set for 40th celebration,” which appeared in *Music Week* on June 27, 1998.

(10) “World’s Largest Music Company Teams With Music Industry Icon on the Creation of Unique Music Series for U.S. Syndication in 1998,” which appeared in *PR Newswire* on November 7, 1997.

(11) “It Happened in Hitsville,” which appeared in *Vanity Fair* in December 2008.

(12) “On This Date,” which appeared in *The Brockville Recorder and Times (Ontario)* on June 28, 2008.

(13) “Music Review: Various Artists – The Motown Collection (10 CD/1 DVD Set),” which appeared in *Blogcritics.org Music* on June 27, 2008.

(14) “Remembering the ‘Motown’ Sound,” which appeared in *Tri-State Defender* on May 29, 2008, a true and correct copy of a NEXIS printout of which is attached hereto as Exhibit N.

(15) “History, hoopla behind Motown Records,” which appeared in *Philadelphia Tribune* on February 12, 2008, a true and correct copy of a NEXIS printout of which is attached hereto as Exhibit O.

(16) “Motown Museum celebrates in grand style, and more to come,” which appeared in *Michigan Chronicle (Detroit)* on October 31, 2007 – November 6, 2007, a true and correct copy of a NEXIS printout of which is attached hereto as Exhibit P.

(17) “Motown Gala a star-studded night,” which appeared in *The Detroit New (Michigan)* on October 30, 2007.

(18) "Motown fans in for treat," which appeared in *Weston & Worle News* on September 27, 2007.

(19) "Impressive chart feats," which appeared in *Tri-State Defender* on May 10, 2007 – May 16, 2007.

(20) "Impressive chart feats," which appeared in the *Michigan Chronicle* on May 9, 2007/May 15, 2007.

(21) "Impressive chart feats," which appeared in the *Michigan Chronicle (Detroit)* on May 9, 2007 – May 15, 2007.

(22) "Motown's standard of success; Robinson to perform in Tunica; wrote dozens of hit songs; turns road life into food venture," which appeared in *The Commercial Appeal (Memphis, TN)* on May 4, 2007.

(23) "Music execs fashion tailor-made pop stars; 'Dreamgirls' depicts reality of image," which appeared in *South Bend Tribune (Indiana)* on December 22, 2007.

(24) "Motown in Love," which appeared in *Tri-State Defender* on November 9, 2006/November 15, 2006.

(25) "'Motown in Love': Book explores lyrics from company's greatest hits," which appeared in the *Michigan Chronicle* on November 8, 2006/November 14, 2006.

(26) "'Motown in Love': Book explores lyrics from company's greatest hits," which appeared in the *Michigan Chronicle (Detroit)* on November 8, 2006 – November 14, 2006.

(27) "MOTOWN REMAKES: One reason the sound is 'forever,'" which appeared in the *Michigan Chronicle (Detroit)* on June 21, 2006 – June 27, 2006.

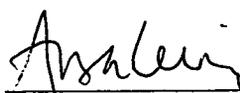
- (28) "THE MIRACLE OF LOVE. Motown legend Smokey Robinson is tuning up for some special nights," which appeared in the *Daily News (New York)* on January 8, 2006.
- (29) "Motown after the golden era," which appeared in the *Michigan Chronicle (Detroit)* on March 9, 2005 – March 15, 2005.
- (30) "Reflections," which appeared in the *Michigan Chronicle (Detroit)* on December 28, 2004 – January 4, 2005.
- (31) "Motown's Funk Brothers at Gordon Center," which appeared in *Baltimore Afro-American* on October 15, 2004.
- (32) "Cover to Cover," which appeared in the *New Pittsburgh Courier (Pennsylvania)* on June 9, 2004.
- (33) "NBC HAS BERRY GOOD MINISERIES," which appeared in *The New York Post* on June 5, 2004.
- (34) "NBC jams with 'Motown,'" which appeared in *Daily Variety* on June 3, 2004.
- (35) "OTHER HIGHLIGHTS," which appeared in *The Kansas City Star* on May 17, 2004.
- (36) "The Week Ahead; Motown, but not the same old songs," which appeared in the *Los Angeles Times* on May 17, 2004.
- (37) "NEWS; Music," which appeared in the *hollywoodreporter.com* on May 6, 2004.
- (38) "Hit Man," which appeared in *Slate Magazine* on January 14, 2003.

- (39) “Motown magic arrives,” which appeared in the *Fairfield Advance (Australia)* on August 14, 2002.
- (40) “EMI MOTOWN-BOUND,” which appeared in *Daily Variety* on July 22, 2002.
- (41) “Artist lives a tale of two Motowns (Part three of a four-part series that explores the story behind the sound),” which appeared in the *Michigan Chronicle* on November 27, 2001.
- (42) “The Michigan Chronicle Show Business Hall of Fame: Berry Gordy,” which appeared in the *Michigan Chronicle (Detroit)* on July 25, 2001.
- (43) “Garden City soul man signs deal with Motown,” which appeared in the *Winnipeg Free Press* on June 23, 2001.
- (44) “The fascinating foremothers of Destiny’s Child,” which appeared in *Black Issues Book Review* on March 2001 – April 2001.
- (45) “FESTIVAL PLANNERS SEEK MOTOWN BEAT; EVENT TO BOOST W. ATLANTIC AVENUE,” which appeared in the *Sun-Sentinel (Fort Lauderdale, FL)* on October 12, 1999.

(46) "Motown 50 Launches Online Podcast Series, Featuring Exclusive Interviews With Label Legends and Others: Berry Gordy, Smokey Robinson, Stevie Wonder, Diana Ross, Levi Stubbs, Q Tip and The New York Times' Frank Rich Included on First 15 Installments Through April 21," which appeared in *PR Newswire* on January 16, 2009.

Respectfully submitted,

Date: March 19, 2009



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**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT A**

**NOTICE OF RELIANCE RE: PRINTED  
PUBLICATIONS**

1 of 5 DOCUMENTS

Copyright 1998 The New York Times Company  
The New York Times

February 15, 1998, Sunday, Late Edition - Final

**SECTION:** Section 13; Page 4; Column 1; Television

**LENGTH:** 1056 words

**HEADLINE:** COVER STORY;  
Days of Dancing, Dancing in the Street

**BYLINE:** By JON PARELES

**BODY:**

Of all the record labels in the history of rock music, a few have become mythic: Sun for rockabilly, Chess for the blues, Stax-Volt for Southern soul. But none have quite the luster of Motown Records, the company founded by Berry Gordy Jr. in Detroit. When young moguls talk about starting a label, they say they aspire to be "the next Motown"; when baby boomers want to jump-start a party, they put on Stevie Wonder's "Uptight" or Martha and the Vandellas' "Dancing in the Street." Motown in its glory years, from the early 1960's through the mid-70's, was not only the "hit factory" that Mr. Gordy envisioned, but also the symbol of an American dream: harmony, both musical and racial, forged through inspiration and hard work.

Tonight and Thursday night at 9, ABC will broadcast "Motown 40: The Music Is Forever," an affectionate history of the label whose roster spans black popular music from Smokey Robinson to Boyz II Men.

For its 25th anniversary, Motown put on a televised concert that reunited many of its best-known performers, even those who had moved to other labels. "Motown 40" does something different; it examines the history of the company. "It's an oral history and an intimate telling of the Motown story, and a little bit of why this music has lasted," said Suzanne de Passe, the executive producer of "Motown 40." "The idea is to celebrate it, but also to make sure we weren't missing the nuances."

With Diana Ross as host, the two two-hour specials mix old and new performances, previously unreleased film from the 60's and 70's and commentary by figures from the 60's songwriters Brian Holland and Lamont Dozier to latter-day Motown fans like Babyface. "We talked to 90 people," Ms. de Passe said. "There's no one of a certain age who doesn't have an opinion about Motown."

In prospect, the two-part special resembles "The Beatles Anthology," which spurred new outpourings of baby boomer nostalgia and put the Beatles back in the Top 10. Motown Records, expert at repackaging its back catalogue, will release a 40-song anthology based on the shows. Ms. de Passe, who started working at Motown in 1968 and became its head of artists-and-repertory during the 70's, hopes to release a more extensive Motown history along the lines of Ken Burns's Civil War series. "But ABC has told me it's not a documentary; it's a special," she said.

For new music, instead of a glittery concert, the programs include private studio renditions of Motown material by the label's stalwarts and its admirers: Aretha Franklin singing "Tracks of My Tears" at the piano, En Vogue singing a cappella versions of Supremes songs, Mr. Robinson and Lionel Richie sharing songs and a keyboard. And from Motown's archives, the specials have unearthed rare film of the Supremes in the recording studio and of the Jackson Five backstage, about to face their very first arena audience. The programs also include the first meeting between Mr. Gordy and Sean (Puffy) Combs, the multimillion-selling rapper, producer and empire builder whose Bad Boy Records is one contender as a "next Motown."

Exhibit     A      
Page     8

Motown's story has been told and retold: how Mr. Gordy, an ambitious songwriter, decided to take control of his music and ended up building an entertainment empire with a record label, a publishing company and later film and television production companies. Determined to reach the whole pop audience, he called Motown "Hitsville U.S.A." and "the sound of young America." Motown's rise paralleled the integrationist hopes of the 60's; its performers were sleek and wholesome, and their songs packaged the fervor of blues and gospel with the urbanity of pop.

Motown in the 60's was not just a record label that put out finished songs. It built hits from conception to the concert stage. Motown had salaried staff songwriters to come up with potential hits, brilliant staff producers and musicians to make the songs jump out of radio speakers, a roster of eager young singers and an "artist development" department to groom, costume and choreograph those singers. It even had its own finishing school that sought to turn city kids into performers fit for the Copacabana or Buckingham Palace.

As paternalistic, and professional, as old-line Hollywood studios, Motown fell out of sync with the individualism of the late 60's, though it still generated hits for the likes of the Jackson Five, whose early songs (like "I Want You Back" and "ABC") were unabashedly credited to "the Corporation." Many of the singers who had established Motown's reputation moved to other labels in search of better deals and more autonomy. Motown's last great creative outpouring came in the early 70's, when songwriters like Marvin Gaye and Stevie Wonder wrested control of their own music and put out idiosyncratic masterpieces like "What's Going On" and "Music of My Mind."

In the 70's and 80's, as popular music grew more segregated, Motown hung on with Mr. Wonder and funk hits from Rick James and the Commodores; Mr. Richie, who emerged from the Commodores, conquered the pop market. By the 70's other labels, backed by conglomerates, could easily challenge the independent Motown in bidding for talent. But Motown hung on, exploiting its huge catalogue one more time when compact disks arrived. In 1988, Mr. Gordy sold Motown to MCA Records, while he held on to its music-publishing division and film unit; Motown is now owned by Polygram. The label's 1990's roster includes the multimillion-selling vocal group Boyz II Men, the rapper Queen Latifah, Mr. Wonder and, after years at other companies, a returned Miss Ross. At the end of January, Mercury Records, a division of Polygram, transferred its urban pop roster to the Motown label, proving that the name still retains its aura.

"Forget the politics, forget the business, forget the rest of it," Ms. de Passe said. "The music is the glue. It's the music that keeps people singing."

"Motown 40" will, of course, include the sequence from "Motown 25" in which Michael Jackson showed the world how to moonwalk. "At first I wasn't going to include it because it's so well-known," Ms. de Passe said, "But everybody kept asking me about it, and eventually I realized that it just had to be there. If there's one thing Berry knew, it was that you have to give the people what they want."

**GRAPHIC:** Photos: On the cover: Diana Ross and the Supremes. Above, the Jackson Five, 1969 (from left, Marlon, Tito, Jackie, Michael and Jermaine); at right, Marvin Gaye, 1966, and Queen Latifah, 1997. Opposite page, Stevie Wonder in the late 80's, and the Four Tops, 1966 (from left, Renaldo Obie Benson, Levi Stubbs, Abdul Duke Fakir and Lawrence Payton). (Photographs courtesy of Motown Records)(pgs. 4 & 5); The Temptations (Melvin Franklin, surrounded by Eddie Kendricks, Otis Williams, Paul Williams and David Ruffin) and Smokey Robinson. (Photographs courtesy of Motown Records)(pg. 36)

**LOAD-DATE:** February 15, 1998

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Michigan Chronicle (Detroit)

May 2, 2007 - May 8, 2007

SECTION: ENTERTAINMENT; Pg. D1 Vol. 70 No. 33

ACC-NO: 7378

LENGTH: 1132 words

HEADLINE: Reasons to be grateful

BYLINE: Holsey, Steve

BODY:

ABSTRACT

\* James Brown, for laying the funk foundation and being the genre's premier force. Re-cords don't get any funkier than, for example, "Papa's Got a Brand New Bag," "The Pay-back," "I Got the Feelin'" and "Cold Sweat."

FULL TEXT

We all know that at any given time, you can look around and find plenty of things to be disturbed about The news media thrives on that reality.

That is why I generally avoid watching or listening to the news in the morning when I get up or before I go to bed at night. At both times I choose to not have, the media's relentless negativity floating around in my head, bringing me down.

Oftentimes it is a matter of what you prefer to stay focused on. You will get more of what you are looking for or expecting. (Hey, I'm sounding like a motivational speaker!) The point is, there is always plenty to be grateful for and this week we are spotlighting some of them in the music field.

- \* Recorded music. What if we didn't have it? That would be horrendous.
- \* People like the multifaceted Quincy Jones, who appreciate artistic excellence and what it takes to achieve it.
- \* Luther Vandross. It was so great to have him here for as long as we did. He "upped the ante," so to speak, with regard to R&B of the highest possible quality.
- \* Aretha Franklin and Diana Ross. Imagine that - the queen of soul and the queen of glamour pop both being from Detroit.
- \* Rap stars like Wu Smith, Mos Def, Queen Latifah, Ice Cube and LL Cool J, who realized early on that there is more to life than rapping. Each has had major impact in the acting field.
- \* Artists (today and back in the day) like Jill Scott, Prince, BiH Withers, Erykah Badu, Sly Stone, Annie Lennox and Mase. They march to the beat of their own drummer.
- \* Technology, including computers, CDs, iPods, the Internet, DVDs, etc. We have so many great options.
- \* Miles Davis. This massively talented and restless musician created a completely new kind of jazz, which came to be known as fusion.

Reasons to be grateful Michigan Chronicle (Detroit) May 2, 2007 - May 8, 2007

- \* Marvin Gaye, Curtis Mayfield, Stevie Wonder, Bob Dylan, Nina Simone and others for bringing social consciousness to music.
- \* Beyoncé Knowles, a lady of many talents, for carrying on in the tradition of other beautiful, talented Black ladies, such as Diahann Carroll, Lena Home and Dorothy Dandridge.
- \* Usher, for doing so well on Broadway in "Chicago," proving that he is here for the long haul.
- \* Motown Record Corporation, for creating the most celebrated body of Black music ever recorded - and it was all done right here in Detroit.
- \* Justin Timberlake, Christina Aguilera, Joss Stone, Teena Marie, Robin Thicke, etc., and, earlier, the Righteous Brothers, the Rascals, George Michael and others for proving that R&B can be performed effectively by anyone who chooses to. Music from the soul reaches souls, ethnicity notwithstanding.
- \* Charley Pride for proving that there is room for Black people in country music.
- \* Jimi Hendrix, for being the greatest rock guitarist of all time.
- \* The Andantes, the Sweet Inspirations and the Blossoms for their spectacular contributions to hundreds of recordings as background singers.
- \* Bob Marley. Without its undisputed king, reggae music would not be what it is today.
- \* Groups like the Dells, the Whispers, the O'Jays, Little Anthony & the Imperials, the Spinners and the Dramatics for their inspiring durability.
- \* Little Richard, for the flamboyance he brought to rock 'n' roll in the '50s, and Elton John, for the sense of fun in the '70s.
- \* Cholly Atkins. Gratitude to the dancer/choreographer for all of those slick steps and moves.
- \* Vanessa Williams, the comeback, queen, for proving that it's not over unless you give up. Not even a Miss America "scandal" could stop Miss V.
- \* Duke Ellington, Count Basie, Billie Holiday, Louis Armstrong, John Coltrane, Ella Fitzgerald, Ramsey Lewis and so many other jazz artists for their enduring contributions, many of them groundbreaking.
- \* The Beatles and the Rolling Stones, for the permanent changes they made to rock music and for always acknowledging and championing the Black artists they admired so much.
- \* The late Teddy Harris Jr. and the late Harold McKinney for their tireless commitment to educating and training young Detroit musicians eager to learn jazz with all of its intricacies.
- \* Michael Jackson for setting new standards in videos with "Billie Jean" and "Thriller."
- \* George Clinton, who proved that the sky's the limit with regard to music and visuals. This is a man who truly believes in the power of imagination.
- \* Anita Baker. So smooth and polished. Every time she sings, the spirit of her favorite singer, Sarah Vaughan, is evoked.
- \* James Brown, for laying the funk foundation and being the genre's premier force. Records don't get any funkier than, for example, "Papa's Got a Brand New Bag," "The Pay-back," "I Got the Feelin'" and "Cold Sweat."
- \* B.B. King, for not only being the blues world's finest guitarist and most influential artist, but also for playing such a key role in showing that the blues is here to stay.
- \* "American Idol," for providing a new way for stars to be born (Jennifer Hudson, Chris Daughtry, Fantasia, Carrie Underwood, Ruben Studdard, Kelly Clarkson, Tamyra Gray, etc.). Many say this shortcut is not fair but reality is reality.
- \* The Supremes, for an image that has never stopped being an influence (Destiny's Child, En Vogue, the Three Degrees, etc.).

Reasons to be grateful Michigan Chronicle (Detroit) May 2, 2007 - May 8, 2007

\* Gospel stars, those who go the traditional route and the ones who work in the contemporary (secular sounding) vein, but still let it be known that they have not forgotten their roots (Yolanda Adams, Mary Mary, Kirk Franklin, Vickie Winans and many others).

\* John Legend, singer/song-writer/pianist whose career is soaring, for being a genuine artist with something of significance to offer.

\* The true divas, now in their sixties, who still show how it's done. That would include Gladys Knight, Barbra Streisand, Patti LaBelle, Roberta Flack, Diana Ross, Dionne Warwick, Etta James, Tina Turner and Mary Wilson.

\* Wynton Marsalis, for his dedication to keeping real jazz alive. He is a direct link to those who paved the road, more often than not with little compensation. Marsalis demonstrates his flexibility by also being highly accomplished in the classical field.

\* Artists such as Aretha Franklin who keep an open mind, show a willingness to work with younger producers, writers, etc., to get a fresh sound while retaining what made them famous. Franklin has had success working with such notables as Lauryn Hill and Kenneth "Babyface" Edmonds.

\* Whitney Houston, for apparently getting herself together following a near-total melt-down. Let's hope she has the fortitude to keep the momentum going. That and a new hit record would make for a remarkable comeback story.

That would be one more thing to be grateful for.

LOAD-DATE: August 25, 2007

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Music Week

March 17, 2007

**SECTION:** Pg. 6

**LENGTH:** 76 words

**HEADLINE:** RADIO DIGEST: Capital Gold to air Legendary Labels

**BODY:**

Capital Gold is to air a seven-part documentary radio series examining the history of some of the best-known record labels in the world. The series, which starts on March 18, is called *Legendary Labels* and will trace the development of CBS, RCA, Pye, Island, Motown, Polydor and EMI. On the back of the programmes, Universal Music Catalogue will be launching a new compilation album series, beginning with *Capital Gold - Legendary Labels - Series 1* on April 9.

**LOAD-DATE:** March 15, 2007

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Corpus Christi Caller-Times (Texas)

April 20, 2007 Friday

**SECTION:** Weekend; Pg. E5

**LENGTH:** 295 words

**HEADLINE:** Stax collection bares its soul, celebrating 50 years of music

**BYLINE:** Jesse De Leon

**BODY:**

In rock 'n' roll's heyday, record companies could be just as famous as the artists that were on their roster.

At the head of the pack was Motown, featuring such royalty as Marvin Gaye, Stevie Wonder and Diana Ross. Atlantic was nearly as legendary, the home of both the Queen of Soul herself, Aretha Franklin and Ray Charles, whose genre-busting work broke boundaries thanks to his inimitable vocal prowess.

In the shadow of those stellar star stables was Stax, a label that was responsible for some of the most soulful performances of the '60s and '70s, or any decade for that matter. And now, some of its most essential songs are assembled on "Stax 50th Anniversary Collection" (Concord Records), a new double-disc set that is nothing less than a magnificent celebration of soul.

Stax introduced the world to the unquestionable genius of Otis Redding, who did vocal summersaults on a high energy workout ("Respect") but was able to perfectly create unforgettable balladry, the best of which was "(Sittin' On) The Dock of the Bay." Booker T and the MGs' funky, instrumental touchstone, "Green Onions," was another breakthrough, while the Staple Singers' spiritually-driven "I'll Take You There" and "Respect Yourself" continued Stax's winning streak into the '70s.

Aside from the hits, lesser-known tracks from Carla Thomas ("Let Me Be Good to You"), William Bell ("I Forgot to Be Your Lover") and Isaac Hayes ("Never Can Say Goodbye") help create a more panoramic view of the label's prolific, influential output.

Motown may have been a factory of glitz and hits, while Atlantic may have taken its stars from humble beginnings straight uptown, but this collection proves that Stax was the quintessential home of soul.

Graphic: RATING

'Stax 50th Anniversary Collection'

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**LOAD-DATE:** April 20, 2007

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Jet

April 2, 2007

SECTION: COVER STORY; Pg. 56

LENGTH: 1341 words

HEADLINE: SMOKEY ROBINSON, THE 'POET LAUREATE OF SOUL,' CELEBRATES 50 YEARS OF MUSIC

BYLINE: Margena A. Christian

**BODY:**

Words have always come easily for William "Smokey" Robinson. As a singer, songwriter, and producer, his career has spanned some five decades with a catalog of 4,000 tunes and 36 Top 10 songs.

Robinson's smooth tenor vocals helped define the soulful sound of the legendary Motown recording empire in the '60s and '70s. Today the mellow crooner maintains his popularity.

"I respect show business," Robinson told JET. "I know through the grace of God that I'm able to do this. I never forget that."

*Timeless Love*, Robinson's latest album, earned a Grammy nomination this year and has introduced him to a new generation. He recently joined forces during the Grammy Awards with Lionel Richie and newcomer Chris Brown for a medley.

"It was an honor to perform with the legendary Smokey Robinson," Brown told JET. "I learned that being humble can guarantee you longevity in this industry."

Robinson's music has transcended boundaries and played a major part in the soundtrack of Black America.

"The formula is truth," Motown founder Berry Gordy told JET. "He deals with what's real and what's truth and people feel it. He's a philosopher. He believes in what he's singing and hasn't gotten caught up in a lot of changes people think you have to go through to be understood by others. When the world changes, he doesn't change his principles, integrity or character. He changes his style."

Gordy met Robinson in 1957. Then a songwriter for Jackie Wilson, Gordy was looking for groups to produce when he met the upbeat teen singer and his group, the Miracles.

"He played what seemed like 100 songs for me. I turned them all down," Gordy laughed, recalling that day. "Each time I would turn them down, he was so aggressive and excited. He would evaluate and keep coming back. He took everything so positive."

One day Robinson came up with a song that did work. It was *Got A Job*, an answer song to the Silhouette's 1958 hit *Get A Job*.

"I thought it was incredible," recalled Gordy. "To think 50 years later he is one of the greatest writers in the world today. I had no idea that not only would he become way better than me as a songwriter, but better than everybody."

As the heartthrob lead singer for the Miracles, Robinson's silky voice caressed classics like *Shop Around*, *You've Really Got A Hold On Me*, *Tears Of A Clown*, *I Second That Emotion* and *Ooo Baby Baby*.

Exhibit A  
Page 15

Gordy founded Motown Records in 1959. Robinson, also respected for his business acumen, would serve as a founding executive at the label as well as a talent scout, in-house songwriter and producer. He would later write songs for Stevie Wonder, the Temptations, Mary Wells and Marvin Gaye. Gordy still calls him "the soul of Motown."

"When I sit down to write a song, I'm trying to write a song where if I wrote it 50 years before then, it would have meant something and it's going to mean something today and 50 years from now it's going to mean something," said Robinson, who also brought Diana Ross and the Supremes to the label.

"Diana Ross grew up four doors down the street from me," said Robinson. "The first records ever recorded on them, I recorded."

Robinson left the Miracles in 1972 to concentrate on his role as vice president of Motown. A year later, he embarked on a solo career. The hits kept coming with songs like *Cruisin'*, *One Heartbeat* and *Being With You*. He also teamed up with Rick James for the 1983 song *Ebony Eyes*. The ballad *Just to See Her* won Robinson his first Grammy in 1987.

"Smokey Robinson is an American institution," cultural critic Kevin Powell told JET. "His work as an artist, songwriter, producer, and record executive with Motown foreshadowed the success of today's stars like Diddy, Jermaine Dupri, and Beyoncé, all of whom owe a mighty debt to Mr. Robinson. No one, save Sam Cooke, wore as many hats as Smokey did during those times.

"And people tend to forget that Smokey not only wrote some of the greatest love songs of all time, but literally created the Quiet Storm radio format, made enormously popular dance songs like *Mickey's Monkey*, and was called by none other than Bob Dylan, 'America's greatest living poet.' And you cannot talk about American music over the past half century without mentioning Smokey Robinson several times. His work and his influence are that broad, that significant."

Robinson made a new kind of history in 1987 when *Just To See Her* and the tribute song to him, *When Smokey Sings*, performed by British group ABC, were released. It was the first time that a tribute song and its tributee both made the Top 10.

With every high note in Robinson's life, a low note hasn't been far. The worst being his two-year bout with drug addiction, which he detailed in his 1989 autobiography *Smokey: Inside My Life*.

"I was a cocaine, weed junkie when I walked into that church," Robinson once told JET, recounting how another best friend, Leon Isaac Kennedy, took him to a prayer service. "When I came out, I was free. That was in May of 1986 and the only thing that I do as far as drugs go now is I'm at war with them."

The soul icon recently celebrated his 67th birthday with his wife of nearly five years, Frances, who shares his same birthday, Feb. 19.

"We have a lot in common. I've known her for 25 years," said Robinson. "We didn't become romantic until six years ago. I think being friends makes for the best relationships because you know the person."

Soothing the soul musically is a given for Robinson, who recently began stirring things up in the kitchen in 2004 with the launch of his Cajun-style cuisine, *The Soul Is In The Bowl*.

"We're in 4,800 supermarkets and we serve the armed forces now," Robinson said about the frozen foods, low in sodium and preservatives.

Robinson has a voice like butter, but don't let the smooth taste fool you. He always has something profound to sing and say. Recently the award-winning performer made it no secret that he wasn't pleased with the film *Dreamgirls*. He publicly expressed his disapproval of the film's inaccurate portrayal of Gordy, his best friend of 50 years. Gordy never said a word. Robinson said it all and then demanded an apology on Gordy's behalf from the filmmakers. An apology was granted (JET, March 19).

"Motown is my heritage. It's my life. If I didn't speak out, I would be letting them step on my life," Robinson said. "The young people who don't really know the real story will look at this as being what really went on at Motown...I don't want that picture to be painted to young people about Motown and about Berry Gordy. People should be proud of Berry Gordy. He bridged some gaps, broke down some racial barriers, some ethnic barriers, some intercontinental barriers and all that with music. All over the world Motown music is loved and respected."

These days Robinson and Gordy are closer than ever, and still have each other's back.

"We've been competing for 50 years. He thinks he's been beating me more than I've been beating him," laughs Gordy. "We play chess, poker, golf and tennis. He's slightly better than I am in golf, but I'm gaining very strongly...I call him the tornado beneath my wings. He's more powerful than the wind. He's one of the finest people I've ever met."

#### Where There's Smokey, There's Fire!

Robinson could make audiences party all night on a song like *Going To A Go-Go* or pull out the tissue on a tune like *The Tracks Of My Tears*. He also managed to produce hit songs for others while continuing to make his own history.

#### Songwriter

The Temptations (*My Girl, The Way You Do The Things You Do and Get Ready*); Mary Wells (*My Guy*); Marvin Gaye (*Ain't That Peculiar and I'll Be Doggone*); The Supremes (*I'll Try Something New*) and The Marvelettes (*Don't Mess With Bill*)

#### Honors

- \* Songwriters Hall of Fame in 1986
- \* Rock and Roll Hall of Fame in 1986
- \* Grammy Living Legend Award 1999
- \* National Medal of Arts in 2002
- \* Kennedy Center Honors 2006
- \* Honorary doctorate of music from Howard University 2006

NOTE: The 1975 solo album, *A Quiet Storm*, featured the smooth ballad *Quiet Storm*, which inspired the name of a new radio format for an innovative genre of laid-back soul.

GRAPHIC: Picture 1, no caption, JET photo by Valerie Goodloe

Picture 2, Lionel Richie and Chris Brown performed with Robinson at the recent Grammy Awards. "Having a successful career for 50 years is phenomenal," newcomer Brown told JET. "He is indeed a legend!" AP

Picture 3, Robinson was the front man for the Miracles, Motown's first successful group, until 1972. Members included Bobby Rogers, Pete Moore and Ronnie White. White died in 1995. Motown Archives

Picture 4, Motown founder Berry Gordy and Robinson have been best friends for 50 years. Scott Suchman/WireImage.com

Picture 5, Last year Robinson became a Kennedy Center honoree and joined filmmaker Steven Spielberg, country singer Dolly Parton, conductor Zubin Mehta and composer Andrew Lloyd Webber. CBS/Tony Esparza

Picture 6, The 67-year-old performer shares a moment with his wife, Frances. Alan Mercer

LOAD-DATE: March 30, 2007

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Lansing State Journal (Michigan)

December 24, 2006 Sunday

**SECTION:** THINGS; Pg. 1D

**LENGTH:** 1324 words

**HEADLINE:** Motown's greatest songman honored for Miracles in music

**BYLINE:** Mike Hughes Contact Mike Hughes at 377-1156 or mhughes@lsj.com.

**BODY:**

Lansing State Journal

Smokey Robinson's career began in a little Detroit music office.

He was a teenager with a head full of music and a notebook full of lyrics. "I could always rhyme stuff, since I was 5 years old," he recalls.

His career peaked almost a half-century later, at the Kennedy Center Honors. At the ceremony - which airs Tuesday on CBS, he was named one of the great figures in the arts.

"This beautiful, kind man - who wrote and sang poetically and unself- consciously about love - helped to make the Motown sound world-famous, redefining popular music," his old neighbor, Aretha Franklin, said on stage.

Her comments were followed by music - lots of it. Robinson's songs were performed by the Temptations, India.Arie (the singer with family ties in Lansing) and Cee-Lo (the Gnarls Barkley singer-rapper) ... plus a duet by Jonny Lang, 25, and Sam Moore, 71.

"That's what's always fun, to come up with combinations like that," said George Stevens Jr., who created and produced the Kennedy Center event.

{dcdc}In the beginning

For Robinson, 66, it was a peak in a career that began in Detroit.

"I've always known I wanted to be a songwriter and a singer," he said by phone. "I had one of the greatest families to grow up in. ... My mother and sister sang gospel and jazz."

He was 17 when he auditioned with three other guys and his future wife, Claudette.

The music people weren't interested, Robinson said. "They said, 'We've already got the Platters.'"

But a stocky guy in the back of the room, a songwriter who had created some Jackie Wilson hits, approached him afterward.

"He introduced himself as Berry Gordy," Robinson recalled. "I was well aware of his music."

Gordy was instantly impressed with the teenager. "He reminded me of me - so excited and passionate about his music," he wrote in his autobiography.

Still, Gordy didn't give that impression at first. He criticized each song, he wrote, and Robinson kept booming ahead:

Motown's greatest songman honored for Miracles in music Lansing State Journal (Michigan) December 24, 2006  
Sunday

"His enthusiasm after each rejection really impressed me," Gordy wrote. "Anybody who could take that much criticism and keep coming back for more had to be either crazy or one of the most special people I've ever met."

That started a friendship that was at the core of Motown records.

{dc}Dedicated to music

It was Robinson and Gordy who made the 50-mile, winter drive to Owosso, to get the first record (Marv Johnson's "Come to Me") on what was then the Tamla label. They skidded into a ditch - twice.

And it was Gordy who woke Robinson with a phone call at 3 a.m. one day in 1960.

"He said, 'I couldn't sleep,'" Robinson recalled.

"I said, 'I could see that.'"

Gordy said the tempo of the Smokey Robinson and the Miracles song "Shop Around" was wrong. They should return to the studio that night and do it again.

It was an odd idea, Robinson grants. "The record was already out; radio stations already had it."

But they redid it that night and drove it to stations the next morning. "Shop Around" hit No. 2 on the Billboard charts.

The group would reach No. 1 with "The Tears of a Clown," but Robinson also wrote or co-wrote hits for other groups. There was Mary Wells' "My Guy," the Temptations' "Get Ready," Marvin Gaye's "Ain't That Peculiar," the Marvelettes' "Don't Mess With Bill" and more.

"He's a very fine songwriter," Stevens said. "He changed the way young people listen to music. ... Black and white kids were listening to the same music."

{dc}Singing, praises

New songs still bounce through Robinson's brain. "It happens to me almost every day," he said. "Parts of songs will pop up."

He also continues to perform. "I don't claim to be a great singer," Robinson insisted.

He's a Motown-style showman. Robinson tours with a seven-piece band, three back-up singers, two dancers and more.

At the Kennedy Center, however, he was simply there to hear people sing his music and his praises.

"Berry and Smokey were the unstoppable pairing of Motown," Franklin said, "showing the music world that a black-owned record label could produce songs that made the whole world sing."

This was during a grand era, Franklin said. "In Detroit, in one place in 1965, you could see Mary Wells, Martha and the Vandellas, the Supremes, Little Stevie Wonder and Marvin Gaye.

"And you still hadn't seen the closing artists, Smokey and the Miracles."

Contact Mike Hughes at 377-1156 or mhughes@lsj.com.

{dc}On top with old Smokey

» Smokey Robinson

» 66. He was 17 when he met Berry Gordy, forming the core of what would be Motown Records.

» Rock and Roll Hall of Fame, 1987.

» Songwriters Hall of Fame, 1990.

» Now the Kennedy Center Honors. Ceremony airs from 9-11 p.m. Tuesday on Channel 6 (CBS).

» Locally, drew packed crowds at two Michigan Festivals and a Common Ground festival.

» Still busy recording and doing concerts. For past albums, check stores or classic.motown.com.

Motown's greatest songman honored for Miracles in music Lansing State Journal (Michigan) December 24, 2006  
Sunday

» Books include autobiographies by Robinson, "Smokey" (1990, Jove Reprint), and by Gordy, "To Be Loved" (1994, Warner Books)

{dcdc}2006 Kennedy Center Honorees

Here are glimpses of this year's Kennedy Center Honorees.

Dolly Parton

In the mountains of Tennessee, Parton was one of 12 children of a sharecropper and his wife.

Now, at 60, she's a singer, actress and personality, plus one more: "She really is a glorious songwriter," Stevens said.

Her songs range from the emotion of "Coat of Many Colors" to the zippy "Nine to Five" and the passionate "I Will Always Love You." The Kennedy Center tribute includes Reba McEntire, Carrie Underwood, Kenny Rogers, Alison Krauss and Shania Twain.

Andrew Lloyd Webber

Webber, 58, grew up in London and followed the interests of his father (a composer) and mother (a pianist). He was still in college when he linked with Tim Rice to invent the modern rock musical, with "Joseph and the Amazing Technicolor Dreamcoat" and then "Jesus Christ Superstar."

Corey Glover of Living Colour - who plays Judas in the "Superstar" tour that reached the Wharton Center this fall - performs in the tribute. So do Christine Ebersole, Sarah Brightman (Webber's ex-wife), Betty Buckley and Elena Roger, who is doing the "Evita" revival in London. "She's just amazing," Stevens said. "She is from Argentina and has just become the darling of London."

Zubin Mehta

Mehta, 70, is from Bombay, where his father (a violinist) was co-founder of the Bombay Symphony.

After briefly going to medical school, he soared as a conductor. "He had a longer run at the New York Philharmonic than (Leonard) Bernstein," said George Stevens Jr., who created the Honors and produces the show.

Now Mehta has conducted more than 2,000 performances by the Israel Philharmonic Orchestra. The group was secretly flown to Washington, D.C., for the tribute.

"Zubin got on the plane in Tel Aviv," Stevens said. "An hour later, the orchestra left on another plane. When that curtain came up and they were all there, he was so surprised."

Steven Spielberg

Spielberg, who turned 60 on Dec. 18, created the visual splendor of such movies as "E.T.," "Jaws," "Raiders of the Lost Ark" and "Close Encounters of the Third Kind."

In recent years, he has turned to serious history with "Schindler's List," "Saving Private Ryan" and the "Band of Brothers" miniseries.

"Steven was shocked to be honored," Stevens said. "He said, 'It never occurred to me that you honored film directors.'"

Liam Neeson and Tom Hanks introduced the tribute, which included real-life war heroes. Then John Williams - Spielberg's composer-conductor for 34 years - led a group that included the United States Army Chorus.

Smokey Robinson

Robinson helped form the Motown sound.

"I used to go to the Motown revues and the Miracles always closed the show," Bob Seger once wrote. "They were that good and everybody knew it."

In particular, Robinson is known for his song writing. Bob Dylan once called him "America's greatest living poet"; his songs included "The Tracks of My Tears," "My Guy," "You've Really Got a Hold On Me," "Get Ready," "Tears of a Clown," "I Second That Emotion" and "The Way You Do the Things You Do."

LOAD-DATE: December 25, 2006

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The Washington Times

December 1, 2006 Friday

**SECTION:** SHOW; 2006 KENNEDY CENTRAL HONORS; Pg. D01

**LENGTH:** 945 words

**HEADLINE:** Still cruisin'

**BYLINE:** By Scott Galupo, THE WASHINGTON TIMES

**BODY:**

'Tis the season of Smokey.

William Robinson Jr., whose childhood love of Western movies earned him the iconic, say-no-more nickname, will this weekend add a Kennedy Center Honor to a roster of accolades that includes a National Medal of Arts, membership in the Rock and Roll Hall of Fame and the Songwriters Hall of Fame and a Lifetime Achievement Grammy.

At 66, and long a casino-circuit mainstay, he still finds audiences across the country. Live performance "is my favorite thing of all my work," the R&B legend says in an interview days before his appearance last month at DAR Constitution Hall.

He still writes.

"I'm not exaggerating this: Almost every day of my life, a part of a song will come to me - a melody, a phrase, some words, something. Many times, I don't even remember it to finish it up," he says.

He still records.

"Timeless Love," a set of jazz and trad-pop standards that Mr. Robinson recorded live with a combo that included his longtime guitarist collaborator, Marvin Tarplin, came out in June. In 2004, Mr. Robinson issued a collection of original gospel songs, "Food for the Spirit."

"I'm not a religious man, but I do have a wonderful relationship with God, with Christ," he says. "Many people may not know that."

Really, though, Smokey Robinson is happy simply to be alive.

Of his indispensable role as songwriter and executive at one of the most important institutions of American popular arts, Motown Records, the Detroit label founded by his best friend, Berry Gordy, Mr. Robinson says, unfussily, "I feel good about all that."

But, he adds, "I feel even better that I'm still here. I'm serious about that."

As the sweet-tenor frontman of the Miracles, Mr. Robinson provided the soundtrack to many a 1960s teenage romance: "The Tracks of My Tears," "You've Really Got a Hold on Me," "Going to a Go-Go," "I Second That Emotion," among others. His 1976 solo hit "Quiet Storm" inspired the easy-listening, after-hours radio format of the same name. He also helped pen hits for Motown label mates including Mary Wells ("My Guy"), Marvin Gaye ("I'll Be Doggone") and the Temptations ("My Girl," "Get Ready").

Looking back on the fecundity of Motown Records, which continually churned out hit songs before, during and after the Beatles' reign, Mr. Robinson, the label's vice president from 1961 to 1988, says: "As far as I'm concerned, Mo-

town was a once-in-a-lifetime musical event. That had never happened like that before, nor do I think it will happen like that again."

Although today it's a subsidiary cog in the Universal Music machine, Motown's legacy is widely celebrated, as is the stable of musicians, collectively known as the Funk Brothers, who played on the records. "We had a lot of wonderful musicians, man. They contributed a great deal to what we did," says Mr. Robinson.

The shadow of Motown looms large, too, over so-called neo-soul artists such as John Legend and Alicia Keys, both of whom Mr. Robinson has befriended. "They have said that my music has had an influence on them, and I'm very proud of that fact," he says. "Alicia and John are both wonderful talents, and they'll be around for a long time."

The latter prediction is probably the highest compliment Mr. Robinson could pay another singer-songwriter. As gently lively over the phone as he is on record, he punctuates his sentences with enthusiastic "man"s - the sound of a wise, cheerful survivor.

Cocaine nearly ruined him in the 1980s, in middle age and financial comfort - seemingly an odd time, he notes, to pick up a drug habit. He recounts the cautionary experience in public today. "I speak everywhere, man - at churches, at schools, at gang meetings, at jail, at rehab," he says.

"There's a message I need to get across: 'I'm still alive.' I wasted two-and-a-half years of my life doing drugs. I know I'm still alive because God wants me to carry that message."

Mr. Robinson says he's been clean since May 1986.

The same productive itch that keeps Mr. Robinson in music also led him to the frozen-food aisle of your grocery store. For years, he explains, he and a longtime Hollywood friend, Leon Isaac Kennedy, wanted to do something that had no connection to show business. So, in 2004, they introduced a line of frozen soul food bearing Mr. Robinson's name. Gumbo is the specialty of the house.

"One of things that's so attractive about" the entrepreneurial venture, Mr. Robinson says, is that "we're using part of the proceeds to hold seminars, classes and forums for young inner-city and minority kids - and I'm not just talking black kids - who don't realize they can be entrepreneurs.

"Many of them think they have to be sports figures or entertainers in order to make a good living, no matter what their inner visions are," he continues. "We want to show them that's not true."

Why doesn't Smokey Robinson let the achievement awards pile on? Why not kick back?

"I tried that once," he says.

When he left the Miracles in 1972 (the group would enjoy one more big hit, "Love Machine," with replacement singer Billy Griffin), Mr. Robinson toyed with the idea of giving up performing. He thought being vice president of Motown would be enough - that writing songs for and cultivating the careers of other artists would be enough.

"That didn't work for me."

The records don't sell like they used to, although there are occasions - Huey Lewis and Gwyneth Paltrow's 2000 rendition of Mr. Robinson's classic "Cruisin'" was one of them - when Smokey Robinson sneaks into the adult-contemporary mainstream behind a draft of nostalgia.

He's undeterred. He recorded a fresh batch of original songs during the "Timeless Love" sessions.

"I plan on being around for a little longer, man," he says.

GRAPHIC: "Almost every day of my life, a part of a song will come to me," says singer-songwriter Smokey Robinson. [NO CREDIT]

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Michigan Chronicle (Detroit)

June 21, 2006 - June 27, 2006

SECTION: ENTERTAINMENT; Pg. D1 Vol. 69 No. 40

ACC-NO: 7378

LENGTH: 1373 words

HEADLINE: MOTOWN REMAKES: One reason the sound is 'forever'

BYLINE: Holsey, Steve

BODY:

ABSTRACT

LUTHER VANDROSS was a regular "dipper." Among the Motown gems he covered were the Temptations' "Since I Lost My Baby," Marvin Gaye and Tammi Terrell's "If This World Were Mine" (with Cheryl Lynn), Stevie Wonder's "Creepin'" and, in partnership with Mariah Carey, Diana Ross and Lionel Richie's "Endless Love."

SEVERAL artists have ventured into the Supremes songbook. Donnie Elbert had a national Top 10 hit in 1971 with "Where Did Our Love Go?" Al Green said he loved recording "Up the Ladder to the Roof." Melissa Etheridge served up a raw, rock-edged rendition of "Love Child." Phil Collins had a huge hit in 1982 with "You Can't Hurry Love." Vanilla Fudge took "You Keep Me Hangin' On" into heavy rock territory. Margie Joseph gave "Stop! In the Name of Love" a slow, dramatic reading. And Luther Vandross sang "Reflections" as only he could.

STEVIE WONDER'S vast catalogue is always "ripe for pickin'." Ray Charles sang "Living for the City" like he really meant it. Mary J. Blige was charmingly nice on "Overjoyed." It was unexpected when the adventurous Red Hot Chili Peppers decided to have a go at "Higher Ground." [Randy Crawford] did a version of "Joy Inside My Tears" that surely won Stevie's approval. Remember O'Bryan's rendition of the lovely "You and I"? Barbra Streisand put heart and soul into "All in Love is Fair," as did [Nancy Wilson]. Linda Clifford did a powerful version of "If It's Magic."

FULL TEXT

Without question, Motown is the most written about company in the history of the record business. It has been celebrated and analyzed more times than anyone could count. And no other record company has had at least a dozen books written about it, not to mention autobiographies by several of the artists.

The title of the famous, Emmy Award-winning television special from 1983 was "Motown 25: Yesterday, Today, Forever." One of the reasons it is forever, aside from the majesty of the music, is that the songs are remade so frequently. For example, a short while back, Michael McDonald did an album of Motown covers (titled "Motown") that resulted in his first Gold album in a long time. (Not surprisingly, a second volume followed.)

Most artists who have been around awhile - and a number of recent arrivals - have dipped into the bountiful Motown catalogue.

LUTHER VANDROSS was a regular "dipper." Among the Motown gems he covered were the Temptations' "Since I Lost My Baby," Marvin Gaye and Tammi Terrell's "If This World Were Mine" (with Cheryl Lynn), Stevie Wonder's "Creepin'" and, in partnership with Mariah Carey, Diana Ross and Lionel Richie's "Endless Love."

Barry White developed a drastically different arrangement for the Four Tops' "Standing in the Shadows of Love," turning it into a lengthy soul symphony. Meanwhile, Carl Carlton gave the Tops' first hit, "Baby I Need Your Loving," a Caribbean spin. Johnny Rivers had a pop hit with the same song. And much to everyone's surprise, superdiva Barbra Streisand offered an effective rendition of the Tops' 1965 hit "Shake Me, Wake Me (When It's Over)."

Al Jarreau and Randy Crawford were a delight with Marvin and Tammi's "Your Precious Love." Tina Turner and Rod Stewart had fun with Marvin Gaye and Kim Weston's always popular "It Takes Two." Sister Sledge took a chance (and, truthfully, came up a bit short) by doing a remake of the Mary Wells classic, "My Guy." The Doobie Brothers charged right in there with their energetic interpretation of Kim Weston's "Take Me in Your Arms (Rock Me a Little While)."

Currently, Alicia Keys has a version of Brenda Holloway's "Every Little Bit Hurts" in release, and is receiving praise although the original was more passionate (and churchy).

SEVERAL artists have ventured into the Supremes songbook. Donnie Elbert had a national Top 10 hit in 1971 with "Where Did Our Love Go?" Al Green said he loved recording "Up the Ladder to the Roof." Melissa Etheridge served up a raw, rock-edged rendition of "Love Child." Phil Collins had a huge hit in 1982 with "You Can't Hurry Love." Vanilla Fudge took "You Keep Me Hangin' On" into heavy rock territory. Margie Joseph gave "Stop! In the Name of Love" a slow, dramatic reading. And Luther Vandross sang "Reflections" as only he could.

The songwriting prowess of Smokey Robinson has been talked about, celebrated and honored many times throughout the years. No surprise that so many songs he wrote and recorded with the Miracles have been remade.

Linda Ronstadt playfully admitted that she "stole every lick she could" when recording "Ooo Baby Baby" and "The Tracks of My Tears." Kim Carnes had the second biggest hit of her career with "More Love," the song Smokey wrote for his wife, Claudette. (Carnes' biggest hit was, of course, "Bette Davis Eyes.")

In 1989, the duo 10db reached the Top 20 with their version of "I Second That Emotion." In 1982, A Taste of Honey made it to No. 9 with "I'll Try Something New." (Which, by the way, is yours truly's all-time favorite Miracles song.) En Vogue confirmed how talented they were when they sang "Who's Lovin' You," featured on their introductory album.

THE TEMPTATIONS have been on the national R&B and Pop charts well over a hundred times since 1962, and probably are flattered whenever someone decides to re-do one of their songs.

Al Green's version of "I Can't Get Next to You" was completely different than the Temps' original. In Green's hands the uptempo, Sly Stone-influenced song became a slow blues. Etta James put her funky spin on the already funky "Shakey Ground." The Ramee Allen Group recorded "Just My Imagination (Running Away With Me)," but altered it to "Just My Salvation (Burning Inside of Me)." The Rolling Stones sang "Ain't Too Proud to Beg" in their own way.

You never know who is going to sing a Motown song. Barry Manilow offered a very well done interpretation of Martha & the Vandellas' "My Baby Loves Me." Aretha Franklin did a great job on Marvin and Tammi's "You're All I Need to Get By." She also recorded their "Ain't Nothing Like the Real Thing." The Carpenters added yet another hit to their repertoire with the Marvelettes' "Please Mr. Postman."

James Taylor did justice to Marvin Gaye's "How Sweet It Is (To Be Loved By You)." Nancy Wilson was sultry (as usual) singing "Come Get to This." Rockers Van Halen went into the studio for a remake of "Dancing in the Street." Patti LaBelle saw the merit in DeBarge's "All This Love," so she recorded it, too.

STEVIE WONDER'S vast catalogue is always "ripe for pickin'." Ray Charles sang "Living for the City" like he really meant it. Mary J. Blige was charmingly nice on "Overjoyed." It was unexpected when the adventurous Red Hot Chili Peppers decided to have a go at "Higher Ground." Randy Crawford did a version of "Joy Inside My Tears" that surely won Stevie's approval. Remember O'Bryan's rendition of the lovely "You and I"? Barbra Streisand put heart and soul into "All in Love is Fair," as did Nancy Wilson. Linda Clifford did a powerful version of "If It's Magic."

Wow, the Motown remakes phenomenon seems to be without end.

During the years of the British Invasion, the Dave Clark Five had a big hit with their distinctive version of the Contours' raucous "Do You Love Me (Now That I Can Dance)?" Rod Stewart, with his unique gravelly voice, slowed the pace on the Isley Brothers' "This Old Heart of Mine (Is Weak For You)." Mariah Carey had a No. 1 hit with the Jackson 5's "I'll Be There." (Her partner was Trey Lorenz.)

Chaka Khan sang loud and strong on Michael Jackson's "Got To Be There." (It was surprising to learn that she didn't actually like the song, but her record company and producer were persuasive.) Linda Ronstadt had a hit with the Martha & the Vandellas classic "Heat Wave." Both Candi Staton and Grace Jones have recorded the Marvelettes' "The Hunter Gets Captured by the Game."

And then, of course, there is "I Heard It Through the Grapevine." First it was a No. 1 smash for Gladys Knight & Pips. Then about a year later, it was No. 1 for Marvin Gaye in slower form. The rock band Creedence Clearwater Revival was the next to score with the song, and then it became a hit for the fourth time, by Roger. It even became popular on a television commercial - performed by the California Raisins!

Motown is indeed forever.

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Music Week

June 27, 1998

**SECTION:** Pg. 5

**LENGTH:** 265 words

**HEADLINE:** Motown set for 40th celebrations

**BODY:**

Polydor is undertaking its biggest Motown marketing campaign to date in celebration of the legendary label's 40th anniversary.

A series of remastered reissues, greatest hits packages and two new double compilation retrospectives are due to be released between July and the end of the year, making up the largest collection of Motown releases since PolyGram bought the company in 1993.

"Motown has been a major influence over the past 40 years. It's had some of the most classic artists and we're trying to emphasise that," says Wild Card and Motown marketing manager Jason Iley.

The releases are being supported by a six-figure marketing spend. The campaign will begin on July 13 with 12 best-of albums issued under the Ultimate Collection Series including new greatest hits packages by Smokey Robinson, The Temptations and Four Tops.

A Puff Daddy remix of the Jackson Five's first hit I Want You Back is scheduled for August 17, a week after WEA releases a cover version by Cleopatra. The centre-piece of the campaign, Motown 40 Forever, will follow a few weeks later with a double-CD compilation containing 40 tracks ranging from early Motown hits to Nineties material.

Another double compilation, Motown 40 Forever - Remix Album, is pencilled in for September 14, one month after Polydor begins issuing more than 20 remastered original albums, including Marvin Gaye's What's Going On and Diana Ross's Diana on August 3.

The new releases will coincide with a two-hour Motown special, likely to be aired by BBC-2 during the August Bank Holiday weekend.

**LOAD-DATE:** June 30, 1998

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November 7, 1997, Friday

**SECTION:** Entertainment, Television, and Culture

**LENGTH:** 766 words

**HEADLINE:** World's Largest Music Company Teams With Music Industry Icon on the Creation of Unique Music Series for U.S. Syndication in 1998

**DATELINE:** LOS ANGELES, Nov. 10

**BODY:**

PolyGram Television has joined with renowned Motown Records on the creation of "MOTOWN LIVE," a new one-hour weekly music and comedy variety series. PolyGram Television will distribute the 26 original hours in U.S. first-run syndication for Fall, 1998, it was announced today by Bob Sanitsky, President, PolyGram Television. PolyGram Television and Motown Records are both owned by the global entertainment company PolyGram, the world's largest record label.

Not since the launch of MTV in the mid-80's has there been so much excitement for a new brand of music variety shown on television. "MOTOWN LIVE" will combine live music performances from the hottest R&B, Hip Hop and Gospel acts in the music industry today, along with live performances from legendary R&B acts from Motown and other prominent labels. With this exciting combination, "MOTOWN LIVE" will appeal to a diverse spectrum of audience demographics. The innovative addition of rising comedy talents will deliver an hour of solid entertainment value to the comfort of living rooms across America. "MOTOWN LIVE" will feature new and intimate live musical performances from artists topping today's Billboard charts, carrying on the Motown tradition of breaking barriers and establishing the highest standards in musical entertainment.

"We are excited to launch this new and ground breaking music program," said Sanitsky. "We are equally thrilled to have this show carry the prestigious pedigree of Motown, which will be a major attraction to viewers. With all the attention that will be placed on the 40th anniversary of Motown, combined with the unprecedented popularity of R&B music today, the timing is perfect to introduce a show of this magnitude."

"MOTOWN LIVE' is a terrific idea. I am proud to be a part of this multimedia program as one of my first undertakings on behalf of the company. Motown's legacy is unparalleled. This show promises to be innovative and exciting, providing a backdrop for new musical and comedic talent.

"MOTOWN LIVE' will serve as an incredible showcase for up and coming as well as established performers, continuing the rich Motown tradition," added George Jackson, newly appointed President and Chief Executive Officer of Motown Records.

In addressing the program's station clearance potential, Matt Cooperstein, PolyGram Television's Senior Vice President Distribution, stated, "MOTOWN LIVE' has been embraced by station programmers and advertisers alike, who are anxious to associate themselves with the show's unique format and tremendous audience appeal."

"MOTOWN LIVE," scheduled to premiere in Fall of 1998, coincides with Motown's 40th anniversary and will benefit tremendously from the events surrounding this momentous occasion. Garnering pre-launch publicity from a special half-time tribute during the 1998 Super Bowl as well as a four hour prime time Motown special airing on ABC this May, "MOTOWN LIVE" will be catapulted into mass consumer awareness.

By combining the music of today with the music that inspired its creation, "MOTOWN LIVE" is expected to attract a diverse audience comprised of all ages, ethnic, social and economic groups. Each episode of "MOTOWN LIVE" will

World's Largest Music Company Teams With Music Industry Icon on the Creation of Unique Music Series for U.S.  
Syndication in 1998 PR Newswire November 7, 1997, Friday

feature live performances from two of the music industry's hottest recording acts from the R&B, Hip Hop and the new Gospel genres. New artists appearing on the show will represent a vast spectrum of talent as well as a variety of record company affiliations. In addition to the comedy performances used to transition from one musical performance to the next, each episode of "MOTOWN LIVE" will celebrate the Motown legacy with one live classic act from some of the music industry's most legendary talent. The show will feature artists from PolyGram-owned labels, including Motown, as well as artists currently topping the charts from other prominent industry labels.

PolyGram Television, the full-service domestic broadcast television unit of PolyGram Filmed Entertainment, produces and acquires all forms of television programming for worldwide distribution. In addition, PolyGram Television distributes the ITC library of over 10,000 hours of television programming along with PolyGram's television and film catalog which includes programming provided by PolyGram-owned production companies Interscope Communications, Island Pictures, Propaganda Films and Working Title Films. PolyGram Filmed Entertainment is a division of global music and entertainment group PolyGram.

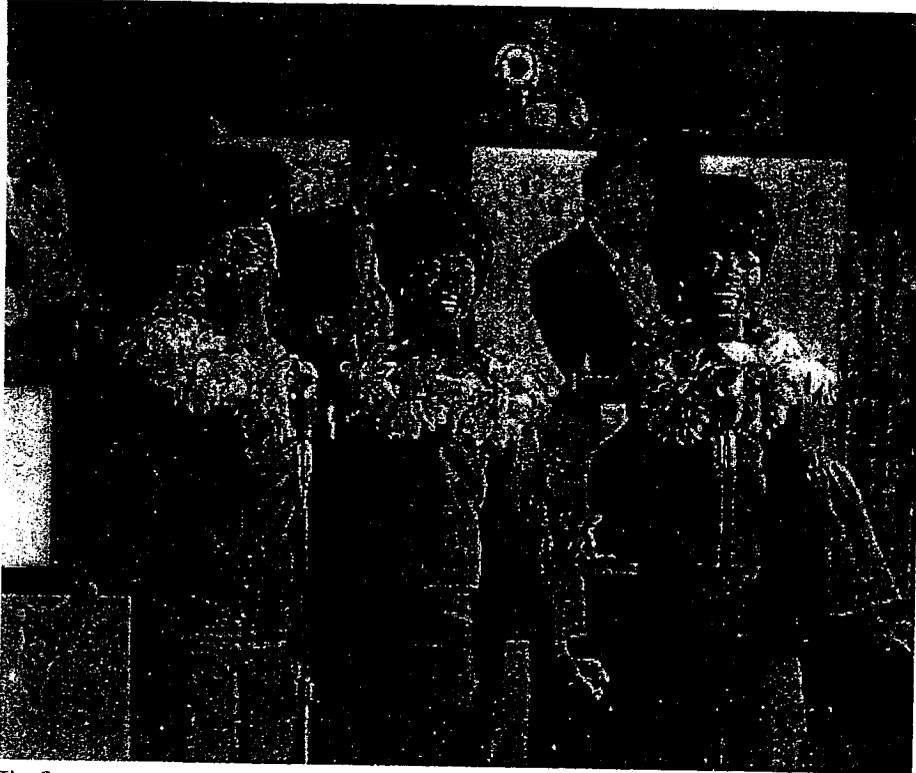
SOURCE PolyGram Television

CONTACT: Gabriella Alaimo of Pryor & Associates, 818-382-2233

LOAD-DATE: November 8, 1997

# VANITY FAIR

## MUSIC



The Supremes—Florence Ballard, Mary Wilson, and Diana Ross—opening at the Copacabana in New York City, 1965. Courtesy of Motown Museum.

## It Happened in Hitsville

After half a century, and several shelves of books about the revolutionary music label, Motown's story is still obscured by rumors and misconceptions. Founder Berry Gordy Jr. joins a groundbreaking chorus—Smokey Robinson, Martha Reeves, Lionel Richie, Stevie Wonder, Suzanne de Passe, and other legends—to give an oral history of the Detroit hitmaking machine, the cultural and racial breakthroughs it inspired, and life at “Hitsville,” as well as a true account of Gordy's relationship with Diana Ross and the rise of the Supremes.

by LISA ROBINSON December 2008

*When I was 11 years old I was taking black newspapers into white neighborhoods to sell them, because I liked those newspapers, so I thought other people would like them, too. The first week I sold a lot of papers because I was cute. I took my brother the next week and didn't sell any. One black kid was cute. Two—a threat to the neighborhood.* —Berry Gordy, July 9, 2008.

*Callin' out around the world, are you ready for a brand new beat?* —“Dancing in the Street,” Martha & the Vandellas.

*Motown shaped the culture and did all the things that made the 1960s what they were. So if you don't understand Motown and the influence it had on a generation of black and white young people, then you can't understand the United States, you can't understand America.* —Julian Bond, N.A.A.C.P. chairman of the board.

**D**etroit, Michigan: the two-story building at 2648 West Grand Boulevard looks like an ordinary suburban house—except for the bright-blue HITSVILLE U.S.A. sign above the front porch. The first floor of this national landmark

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includes a reception area, a room filled with reel-to-reel tape machines and boxes of master tapes, old vending machines filled with candy and cigarettes, a glass-windowed control room, and a recording studio. Studio A, as it is known and preserved in this Motown Historical Museum, was, at the beginning of the 1960s, the room where the Supremes, the Temptations, Smokey Robinson & the Miracles, Marvin Gaye, Mary Wells, the Four Tops, Martha & the Vandellas, and Stevie Wonder, among others, recorded the hundreds of hits—"Reach Out I'll Be There," "Ain't Too Proud to Beg," "Heat Wave," "Nowhere to Run," "Uptight," "Bernadette," "The Tears of a Clown," "The Tracks of My Tears," "Shop Around," "Stop! In the Name of Love," "My Girl," "The Way You Do the Things You Do"—that changed the musical and racial essence of America.

More than 50 books have been written about Motown, its artists, and founder Berry Gordy Jr., including his 1994 autobiography (*To Be Loved*), in which he attempted to "set the record straight." And, still, rumors and misconceptions about Motown and Gordy's story persist. For 50 years now, Gordy, who started the company in 1958 with an \$800 loan from his family, has vigorously guarded the Motown legacy—living a private, some might say reclusive life on his enormous Bel Air estate (formerly owned by Red Skelton). A happy, loquacious man who surrounds himself with friends and family—eight children, two ex-wives (his first wife is deceased), 13 grandchildren, and two great-grandchildren—Gordy remained mostly silent even when he and some of his artists were angered by the Hollywood movie *Dreamgirls*. (Gordy states that DreamWorks co-founder David Geffen is "a friend of mine for 40 years and a man of his word," and Gordy "was satisfied when DreamWorks took out a full-page ad in the trades" apologizing for any implication that *Dreamgirls* was about Motown, and stating that the true Motown story has yet to be told.) But, according to Motown veterans and those who worked behind the scenes for the label (who still call Berry Gordy "The Chairman" or Mr. Gordy), including Gordy himself, the reality of Motown from 1958 to the end of the 1960s is different from the myth. And, as someone said to Berry Gordy, if the lion does not tell his story, the hunters will.

**B**orn in 1929, Berry Gordy Jr. has been described as *brilliant, charismatic, genius, mentor, gambler, philosopher, gangster, ladies' man, and father figure*. At the age of five, Berry, the seventh of eight children, took classical piano lessons from his uncle. As a teenager and then a young man, he worked in his father's plastering business, sold cookware, served in the Korean War, worked at the Lincoln Mercury assembly plant, and opened and closed an unsuccessful jazz record store. He tried to sell his songs (his very first song, "You Are You," was written for, and sent blindly to, "Doris Day, Hollywood," who years later told Berry she never received it) and, eventually, he wrote hits for Barrett Strong ("Money") and Jackie Wilson ("Lonely Teardrops").

In the 1950s, Detroit was jumping. Berry listened to Oscar Peterson and Charlie Parker and hung out in nightclubs like the 20 Grand and the Flame Show Bar, where his sister Gwen had the photo concession and he once met Billie Holiday. He was a somewhat successful featherweight boxer, and never forgot the joy in his neighborhood when Joe Louis beat Max Schmeling for the heavyweight championship of the world. "He was black like me," says Gordy. "I saw the faces of my mother and father and the people in the street, and later I thought, What can I do in my life to make people that happy?" He chose music over boxing ("Both got girls," he says) and ultimately would start Motown with the help of family members and Smokey Robinson, a young singer-songwriter he met by chance at an audition and who would help put the label on the national map with the No. 1 R&B hit "Shop Around." For three decades, Motown was, at first, the only major, then the most important, black-owned music company in a business dominated by white-owned record and distribution companies, and, with more than 100 Top 10 hits in its 1960s heyday, it would revolutionize American popular music.

Berry Gordy felt that the differences in people were way less powerful than their similarities. "When I started in music,"

#### ALSO ON VFCOM



Go behind the scenes at our Motown shoot, then view the Motown portfolio. Above, the Four Tops. Courtesy of Motown Museum.

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he says, "it was for the cops and robbers, the rich and poor, the black and white, the Jews and the Gentiles. When I went to the white radio stations to get records played, they would laugh at me. They thought I was trying to bring black music to white people, to 'cross over,' and I said, 'Wait a minute—it's not really black music. It's music by black stars.' I refused to be categorized. They called my music all kinds of stuff: rhythm and blues, soul.... And I said, 'Look, my music is pop. Pop means popular. If you sell a million records, you're popular.'" The slogan of Motown became "the sound of young America," but, for Gordy, the sound was "rats, roaches, soul, guts, and love."

*The genius of Berry Gordy was that he perceived a vacuum in the musical culture of the nation and he was able to convince young brothers and sisters like me in the black side of town that this was my music, and at the same time convince white brothers and sisters on the other side of town who were listening to the Beach Boys that Motown was also their music.* —Dr. Cornel West, Princeton University.

**Berry Gordy:** I've been protecting the [Motown] legacy for 50 years. This music is the soundtrack of people's lives, and for people all around the world who love this music, who had kids with this music, who were part of making this music, it is my responsibility to not let these people down. I would never let Marvin Gaye's memory down. But I knew something would come along—like *Dreamgirls*—which was the result of so many other stories, and people making up stories, that would try and change the history. And after a while, the truth was so obscure. I decided now that it's the 50th anniversary it's time to tell the truth and then put it to bed.

**Smokey Robinson, lead singer of the Miracles, producer, songwriter, original vice president of Motown:** I protested *Dreamgirls* to the hilt. They're not going to talk about Berry like that. They're not going to downplay Motown. They're not going to take our legacy and make it something negative [for] kids who didn't grow up with Motown. To make people think this is Motown and make Berry a gangster, no, they're not going to get away with that shit.

**Martha Reeves, lead singer of Martha & the Vandellas ("Heat Wave," "Nowhere to Run," "Dancing in the Street"), currently a member of the Detroit City Council:** I thought *Dreamgirls* was a good story, but it had nothing to do with Motown. Motown was more of a nightmare in that we played horrible places on the chitlin circuit, not that dreamland they show in that movie. We played some places that had horse stables in the back with straw on the floor, places where you had to put fire in the wastebasket to keep warm. At the Apollo Theater, when it was raggedy and dingy and dark, before it was renovated, we were in there cooking hot dogs on the lightbulbs. We would eat popcorn and condiments, and drink a lot of water to try to feel full.

**Berry Gordy:** When *Dreamgirls* was on Broadway, I didn't know about it or care much about it—I never saw it. I think the main person they were attacking on that was Diana [Ross], but when they came out with the film, a whole lot of stuff changed. It was all based on Motown and based on me. I was the central character; it was all untrue. There were no redeeming factors for [the person based on me]—how can you relate that to somebody who has built all these superstars?



The Temptations (in mirror, left to right, Paul Williams, Melvin Franklin, Otis Williams, David Ruffin, and Eddie Kendricks) prepare for the *Gettin' Ready* cover shoot, 1966. By Frank Dandridge/courtesy of Motown Museum.

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*Motown was not a normal company. P. Diddy told me he wouldn't have been able to do what he's done had it not been for us. But most of them think that I was a gangster, and I have to tell them, "You're on the wrong track." People in gangsta rap come up to me and say, "They got Gotti, but they couldn't get you," and I say, "Wait a minute—if you think that's how Motown was built, you're wrong, because the principles have to be totally different." The Motown legacy is there to show them—there is another way.* —Berry Gordy, May 15, 2008.

**Eddie Holland, lyricist of the hitmaking trio Holland-Dozier-Holland, who wrote and produced hundreds of hits for Motown:** All of [the owners of] these record companies, especially the independent companies, were buying songs and putting their names on songs that they didn't write. Berry Gordy did not put his name on songs he did not write. Berry Gordy never did that, would have never done that—it is not in his DNA. His character is much stronger and much more quality than that. It would have been impossible for Motown to develop if Berry Gordy was not an upright kind of a person.

**Smokey Robinson:** One of the reasons Berry started Motown was because [the distributors] didn't pay you [for record sales] in those days, especially if you were fledgling. We started Motown so everybody could get paid. And everybody was paid. The beautiful, wonderful, magnificent, incredible thing about Motown was that we began to bombard them with hits. The same distributors who hadn't paid at first would pay us in advance just to get our records. The disc jockeys would call us and say, "Could we please have the record first?"

**Berry Gordy:** I did not believe in payola for Motown when people were fighting for my records. Once a disc jockey played "Shop Around," the phones lit up; that's how potent it was.

**Lionel Richie, lead singer of the Motown group the Commodores and multi-platinum solo recording artist:** In the creative world there were a lot of [black] singers. There weren't a lot of [black] owners. This guy owned the company. Imagine, this is not happening in the 90s. This is happening during the civil-rights movement, during the 1960s—not exactly the greatest land of opportunity for a black businessman. To be a [black] businessman in America then, here's political correctness: "Yes, sir, no, sir. Yes, ma'am, no, ma'am." So here's somebody who's saying, "Go to hell." This man took no shit.

**Berry Gordy:** I never talked to the Mafia, but the rumor was so strong that I was a part of the Mafia that one time the F.B.I. called me down to their office. So when they called me down to the F.B.I. in Detroit, to the division that handles organized crime, well, who wouldn't be scared? I was concerned, although I knew I wasn't [involved in] organized crime unless I was being framed, which wasn't out of the question. They asked me if I was in the Mafia, and I said no. Then they took me to a board and showed me pictures and charts of the Detroit Mafia families. They said, "We've been studying you for years, and we cannot find you in any of these charts or families." And they said either I was the smartest person they knew or I had no ties to the Mafia.

**Stevie Wonder, singer, songwriter, producer:** Because Berry Gordy owned the company, it was not "tore up from the floor up." It was something he built. It was not something that somebody else had and passed on to him; it was his and his family's and all the people who were part of it who built this thing. That alone gives us a sense of pride.

**Smokey Robinson:** Way before we started Motown, Berry said, "I'm going to work with you and your group," and he just turned my whole life around. I played him about 20 of my songs, and he critiqued every song. He told me the songs made no sense because I was talking about five different things in one song; the first verse had nothing to do with the second verse, and the second verse had nothing to do with the bridge. He told me a song has got to be a short book, a small movie, or a short story. He taught me how to structure my songs.

**Berry Gordy:** At Motown, I hired a white salesman to go to the South. I didn't have pictures of black artists on the record covers until they became big hits. The Isleys had a cover with two white people on the cover. Smokey's *Mickey's Monkey* had a monkey on the cover. No one knew or cared; they thought it was brilliant.

**Stevie Wonder:** The competition at Motown was not the competition that said, "I don't like you." It was more like the

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Brill Building: it was a challenge to come up with great music, great songs, and to me that was cool. I love Berry to pieces—Berry Gordy was, for my life, a blessing.

**Abdul "Duke" Fakir, sole survivor of the original Four Tops ("Reach Out I'll Be There," "Bernadette," "I Can't Help Myself (Sugar Pie Honey Bunch))**: First thing I did [after our hit] "Baby, I Need Your Loving," I went to Berry for the advance, because my mama was working as a domestic, and I said I need an advance really bad. Berry said, "What do you need? What for?" I said, "I want to buy my mom a house—she needs it bad." He said, "How much do you think you need?" I said, "Oh, about \$10,000." He said, "Well, here's \$15,000." That was the happiest weekend of my life. Bought my mom that house, bought me a Cadillac—powder blue and white.

**Otis Williams, sole survivor of the original Temptations ("My Girl," "Ain't Too Proud to Beg," "Cloud Nine")**: For the longest time, it was that kind of camaraderie, that kind of family vibe. And old Pop Gordy [Berry's father] would be there, and he would advise us; when I bought my first home, Pop Gordy came out to my house to make sure I had copper pipes.

**Suzanne De Passe, former creative assistant to Berry Gordy, Oscar nominee for screenplay for Lady Sings the Blues, Emmy winner for Motown 25**: I was booking bands for the Cheetah nightclub, in New York, and when I told Mr. Gordy that I could never get anyone at Motown to call me back, he said maybe they needed to hire me. They flew me to Detroit, first class, on a seven a.m. flight. I was wearing my little Bonwit Teller suit, had an overnight bag, was picked up at the airport by [Berry Gordy's] driver in a maroon Fleetwood Cadillac. Then they drove me to Hitsville, and I was horrified; my expectation was that it would be a more opulent, grand building.

**Shelly Berger, ran the Los Angeles office of Motown, managed the Supremes and the Temptations**: My first trip to Detroit, I wasn't too crazy about the hotel they put me in—the Lee Plaza. I walked in and said, Are they kidding? They're trying to impress somebody? They rang me, like November of 1965, and of course the deal [to run the L.A. office] wasn't made until June of 1966, which is typical of Motown. This is really Motown's 10th anniversary; it's just taken us 40 years to celebrate it.

*At Hitsville, every Friday morning Berry Gordy would hold a "quality control" meeting for the staff to vote on what records to put out. If you were one minute late, you did not get in. Once even Smokey Robinson was locked out.*

**Berry Gordy**: Motown artists were always punctual. Mostly. Well ... not Stevie Wonder.

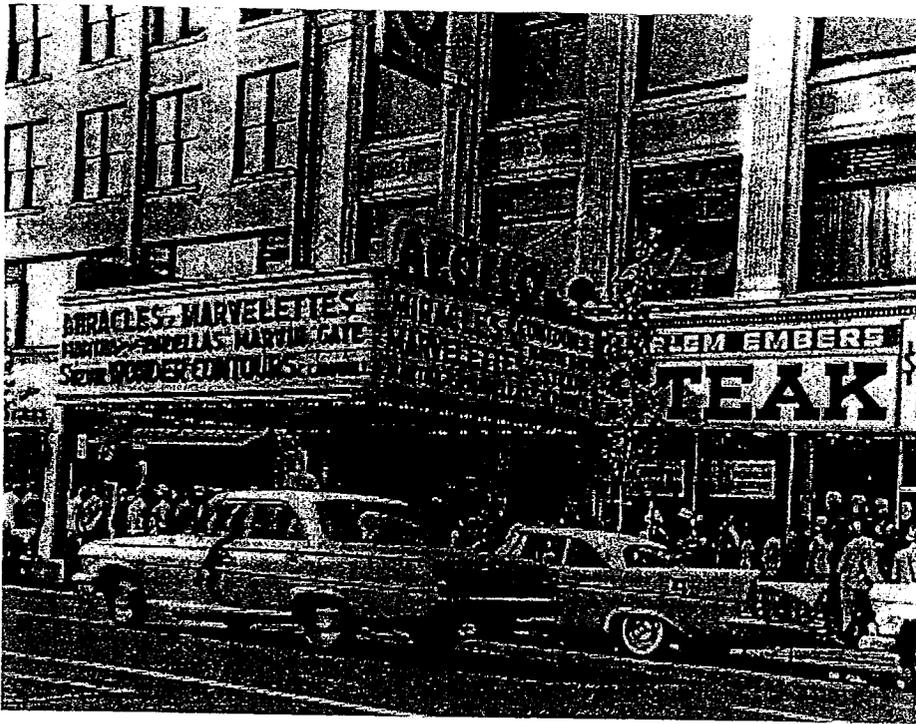
**Suzanne De Passe**: I worked there from 1968 until I left, in 1991. And once you work for [Berry Gordy], you never *don't* work for him. I think everybody who ever worked for him, even if they don't still, if they get a call and they can, they'll be there for him. It's the pull of his personality and it's definitely love. As corny as it sounds, that whole family thing is real.

**Smokey Robinson**: In those early days of Motown, people were outside, lined up for auditions. Like *American Idol*. Berry is a genius and he's a very charismatic person, always was. And you can see if you follow his lead, most of the time you're going to come out on top.

**Shelly Berger**: You cannot categorize Berry Gordy. Berry Gordy is a leader. Berry Gordy is John Kennedy, Bill Clinton; Berry Gordy can get people to follow him. Motown was like a 1950s MGM musical. Berry Gordy would say, My cousin has a barn—let's put on a musical. And everybody would follow. He's got charisma to burn. When Berry Gordy wants to get you, you are got. I don't care if you come in with a white hood on, you are got.

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The Motortown Revue comes to the Apollo, 1962. Courtesy of Motown Museum.

**Duke Fakir:** When you signed with Motown, you became part of that family. You're young and you're dreaming. We were friends; we played basketball together, we played cards together, we ate together. It wasn't like, if I got a hit, somebody else ain't going to get one. Because one after the other, you kept getting hits, and more hits. It just became a wonderful place to make music. There were always sessions going on, 24-7. And the bar just kept getting raised—higher and higher.

**Lamont Dozier, along with Eddie and Brian Holland, part of the hitmaking trio Holland-Dozier-Holland:** The atmosphere at Motown in the early days was very family-oriented, with the picnics, the company song, the games. But then the competition became fierce, and to stay on top, you had to be on top of your craft.

**Thelma Houston:** There was a great deal of recognition and pride that this music was holding its own against the British Invasion. If you look at the charts when the Beatles were out, the Supremes were right up there. The Four Tops were up there.

**Stevie Wonder:** I was very excited about being at Motown, being with all those different artists. Martha Reeves was my big sister.

**Smokey Robinson:** Berry always made a point of telling us we had to pay our taxes. People think the love at Motown is a myth. People say it could not possibly have been that, and that is exactly what it was, and exactly what it is. When Motown people see each other, there is love in the room.

**Berry Gordy:** People used to attack me and say it was a conflict of interest: I was the manager, I was the record company, I was the publisher, and I would say, Yes, of course, conflict of interest, but it's in *their* favor, you stupid fuck.

*Motown taught the artists how to deliver a song in the recording studio and trained them for the stage. The house band—the Funk Brothers—had the extraordinary bassist James Jamerson and drummer Benny Benjamin. Famed choreographer Cholly Atkins was hired to teach dance steps, bandleader Maurice King was the tour conductor, and former actress and modeling-school owner Maxine Powell groomed the acts and showed them how to conduct themselves on- and offstage.*

**Martha Reeves:** None of us was perfect or professional when we first arrived. I was a little boisterous. I might have had a habit of profanity. Maxine Powell had a charm school, and what she came to Motown to teach was self-worth, body

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language, how you should be at all times photographable.

**Maxine Powell, head of the (now closed) Maxine Powell**

**Finishing and Modeling School:** Most of the artists were rude and crude and speaking the street language when I met them. Diana Ross and the Supremes thought they knew what direction they wanted to go in. They said they were sophisticated when they got to Motown, but that was not true; sophistication takes years, and young people are not sophisticated. The Supremes were acting snooty, especially Diana Ross. I taught her [about] being gracious and classy, because classy will turn the heads of kings and queens.

**Smokey Robinson:** I don't care who you were or who you became, two days a week you had artist development. Marvin Gaye, me, the Supremes, the Temptations.

**Duke Fakir:** Everyone was scheduled to go to those classes; we were scheduled about three times a week. But they used to call us rebels—we probably went six times in two or three years.

**Maxine Powell:** I told them they had to be trained to appear in the No. 1 places around the country and even before the Queen of England and the president of the United States. Those youngsters looked at me and said, That woman is crazy: all I want is a hit record.

*It was December 27, 1964. I was 10 years old, and I tuned in to watch The Ed Sullivan Show.... It was a moment that changed my life. —Oprah Winfrey, on seeing the Supremes on TV.*

*Diane Ross (later Diana), Florence Ballard, and Mary Wilson were three teenagers from Detroit's Brewster Projects in a group called the Primettes, who sang backup for the Temptations. They hung around Motown, eventually got signed, were supported by the label for four years before they had a hit, and became Motown's most commercially successful and biggest international act with No. 1 singles such as "Baby Love," "You Can't Hurry Love," "Stop! In the Name of Love," and "Back in My Arms Again." When Florence Ballard's drinking caused problems within the group, she was replaced by Cindy Birdsong, and in time, Diana Ross went solo. And while it may not have been public, it was common knowledge within the Motown family that Diana and Berry were lovers (and that he was the father of Rhonda, one of Diana's three daughters).*

**Berry Gordy:** Diana Ross was just as cute as she could be. We gave her a job for the summer, and everybody loved her company—she was the sweetheart of Motown. She was just so innocent. Ed Sullivan loved her. She was the personality of the group—the big eyes and all. And she was incredible with her showmanship; she was the magic in the group.

**Smokey Robinson:** There were so many talented kids in our neighborhood: Diana lived four doors down from me; Aretha Franklin lived around the corner—I've known her since I'm six years old. The Temptations lived across the avenue. Diana and I dated for a while ... long before she got with Berry.... I love her. I know her since she was 10 or 11, so she doesn't diva me. We love each other.

**Stevie Wonder:** I loved Diana Ross's voice. And I had a crush on her; when I came to Motown, she walked me around the building and showed me different things—she was wonderful.

**Martha Reeves:** I love Ross. That's what I call her—Ross. When I first got to Hitsville, [the Supremes] weren't old enough to get in clubs, and sometimes we'd slip her in; I'd pick her up in my car. I sort of took her under my wing.

**Suzanne De Passe:** Once I was with Cindy Birdsong at the Essex House in New York and the elevator stopped and the doors opened, and there, in a Pucci dress, holding her Maltese puppy, with a Sassoon wig and shoes covered in the same



Berry Gordy and Diana Ross in Las Vegas, circa 1966. By Robert Gordy Jr./courtesy of Motown Museum.

material as the Pucci dress, was the breathtaking Diana Ross—more glamorous than any human thing I'd ever seen in my life. And I stood on the sidewalk and watched Diana get into her own limousine and watched Cindy and Mary get into their limousine together and off they went. I stood there like the poor little match girl, thinking, one day ...

**Berry Gordy:** It's very clear why I fell in love with Diana—because she was my star, and she came from the bottom up. With her it was not only fun, it was just like heaven working with her because she would surpass anything ... and she always kept her self-esteem. She always told me, "If you think it, I can do it." And she did.

**Lamont Dozier:** We were working for the Marvelettes until that fateful day when [Marvelette] Gladys Horton did not want to record "Where Did Our Love Go." I gave the track to the "no-hit Supremes," who did record the song, which turned out to be the first No. 1 out of 12 No. 1s for the group.

**Eddie Holland:** After "Where Did Our Love Go" became a hit, [the director of sales] said we have to keep these girls hot. They're the flagship of this company, because they're spreading over to such a wide audience.

**Smokey Robinson:** Diana Ross was the most hardworking, most diligent student at artist development. Everybody else would be gone and she would still be there. Diana Ross wanted to be ... Diana Ross.

**Shelly Berger:** The bigger [the Supremes] got, the more difficult it was for Florence. She was drunk; she was missing shows; she was detrimental to the group.

**Berry Gordy:** It just came time when it was best for them to split up. I don't really remember my part in that—I was always objective. The fact that I went with Diana Ross—she never took advantage of that and I never gave her an advantage. She didn't want any favors; she wanted to do what was right. If she got more attention at Motown, it was because she was good; it was all about the work. That's why we broke up. We always said [we would] if [the relationship] came in the way of her work. I knew she wanted to be a superstar.

*Segregation, determination, demonstration, integration, aggravation, humiliation, obligation to our nation—ball of confusion ... that's what the world is today. —"Ball of Confusion," the Temptations.*

To some in the turbulent 1960s, Motown was, as Otis Williams says, "a soothing ointment to a troubled soul." To others, it was seductive pop music—more sophisticated and accessible to a white audience than the raw, gritty sounds of Stax Records or James Brown. It was infiltration; the hits were all over the radio, and the stars were on The Ed Sullivan Show and at the Copacabana. The Beatles covered the Berry Gordy compositions "Money" and "Do You Love Me." And the Motortown Revue (the Temptations, Martha & the Vandellas, Smokey Robinson & the Miracles, the Supremes, the Four Tops) got on a bus and set off across America, into a still-segregated South, where they encountered racial unrest, protest marches, and violence. When the Temptations first performed in some southern venues in the mid-1960s, a rope down the middle of the audience separated blacks from whites; by the time the Temptations returned in 1968—five years after Dr. Martin Luther King Jr. recorded his "I Have a Dream" speech for Motown's Black Forum label—that rope was gone.



Berry Gordy and Stevie Wonder listen to a tape. By Joe Flowers/courtesy of Motown Museum; digital colorization by Lorna Clark.

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**Berry Gordy:** For black people, bigotry was a fact of life. We grew up with that—that's why Diana and I started calling each other "Black." No one wanted to be called black at that time—"black" was considered a negative word in the 60s among the people we knew. This was before black was beautiful. People said "Negro." But I said, "A word is a word, and I want 'black' to mean love." Diana called me "Black" and I called her "Black." We wanted people to be proud of being black.

**Stevie Wonder:** I was eager when I was told that I'd go out on tour, but the excitement was sort of cut short by the fact that there was a performance in Alabama and the [groups] were on the bus—can't remember who it was—and I heard that [someone] shot at the bus. It scared me. It was a scary situation.

**Martha Reeves:** I had a shotgun put in my face. I was trying to get off the bus to use the restroom. He was right there with the gun, saying, "Don't another one of you niggers get off that bus." We said, "We want to use the restroom." And he said, "You better get out of here." One of the guys said, "I'm Bobby Rogers of the Miracles. Don't you know about the Miracles?" And he says, "Get back on that bus," called the sheriff, says, "These niggers are trying to take over my filling station." He didn't know we were down there to make music, not war. He thought, because there's a bunch of black people on the bus, we were Freedom Riders.

**Otis Williams:** We went to places in the South where they would tell us, "We don't serve niggers. You can't eat here, can't use the bathroom." We'd have to go back out, get on the bus, the bus would have to go down the road and everybody had to go out into the bushes. The Four Tops and us had to watch each other; when the Tops was on, the Temps would stand on the side of the stage with bats or whatever. I didn't take guns with me, but some of the Tops did.

**Martha Reeves:** We took our baths and showers mostly in Greyhound bus stations and train stations. That's how we kept clean. But [later on] when we got to the venues and we started singing, people would change, attitudes would change. Once we got in there and sang the music, people would turn into warm human beings, as opposed to people putting the dogs on you and chasing you around with billy clubs.

**Shelly Berger:** After I started managing the Temptations, when they toured in the South, I had a clause in our contract that if the audience was not integrated we didn't have to play and we had to get paid.

**Martha Reeves:** There was a time when guards stood in front of the stages with clubs, and whether it was a white person or a black person, if they got up to intermingle in the audience, they'd club them. Then Smokey Robinson, who would open the show, said, "Wait a minute—I want you guards to stand back. This is good music, it's dance music, and people are going to get excited, but they're not going to fight or cause any harm to one another. So don't hit another person with those sticks." He stood up for us, and I love him forever for that.

**Smokey Robinson:** In Detroit you could not go into the white areas unless you proved you worked for somebody. But the kids in those areas would write us letters: "We've got your music, we love your music, we're so glad you're making music, but our parents don't know we have it, because they'd make us get rid of it." A year or so down the line, we're getting letters from the parents: "Our kids turned us on to your music. We're so glad you're in business; your music is so uplifting."

**Edna Anderson-Owens, Berry Gordy's administrative assistant in 1972, currently co-C.E.O. of the Gordy Company:** I had come out of the civil-rights movement, had come from the South. I never thought of [Motown] as just being a record company, even as an entertainment company. It was more than an entertainment company. In a sense it replaced the civil-rights movement for me; it became another movement. It became more of a cause.

**I**n 1967, Holland-Dozier-Holland wanted to leave Motown for another label a year before their contract was up. Berry Gordy sued the trio for \$4 million. HDH countersued for \$22 million. The nasty lawsuits and countersuits went on for more than 30 years before they ended, in 2004.

**Berry Gordy:** I love these guys and they love me, but they obviously wanted to get away so bad and do their thing. All

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my people said, "Just give them a few thousand dollars and the case is over." My legal fees were astronomical, but I said, "No, I cannot settle this for anything"—it [would] mean they were right.

**Eddie Holland:** Berry Gordy was paying artists, producers, and writers when most companies, including the majors, were not doing so. We were making more money than our peers were making. By far. But [later], you get lawyers involved, and it took on a life of its own.

**Berry Gordy:** Harold Noveck was my tax attorney, and his brother Sidney was my accountant. Anytime we got in any trouble we didn't worry about anything, because [the Novecks] would spend a thousand dollars to find a penny. The books had to balance, all the time. So whenever I would sue somebody or someone would say the artist didn't get paid, I'd say, "Hey, you're barking up the wrong tree." In order to protect the legacy, if somebody would tell an outright lie, I would sue them and I would always win, because the truth will win if you can afford to fight for it.

**Shelly Berger:** I used to refer to the Noveck brothers as the *Malach Hamovis*—that's Yiddish for the Angels of Death. They were very, very conservative. Since Motown's fiscal year was on the calendar year, December 31 was the end of the fiscal year, and each year I'd book the Supremes in some great place where we could all go for Christmas and New Year's and bring our families—whether it was Tahoe or Miami. Then the Noveck brothers would show up on December 26 to tell Berry Gordy, "You're going to lose everything and you're insolvent." So ... for four days we're living in absolute misery, because the *Malach Hamovis* had come.

**Lamont Dozier:** The lawsuit was just our way of taking care of business that needed to be taken care of—just like Berry had to take care of his business which resulted in the lawsuit. Business is business, love is love.

**Eddie Holland:** Think in terms of a family member that you have a disagreement with. It was a molehill turning into a mountain. He's a fighter, I'm a fighter, and so, through the lawyers, we fought for many, many years, and he wouldn't bend and I wouldn't bend. That's what happens when you get two bulls locking horns. But the love never left.

*Brother, brother ... there's far too many of you dying.* —"What's Going On," Marvin Gaye.

**M**arvin Gaye started out at Motown as a drummer who wanted to sing Sinatra-style ballads. Ultimately, he had R&B-styled and pop hits and became Motown's sex symbol.

**Berry Gordy:** Marvin had a divided soul. He looked upon me as a father figure and friend, but he wanted to have his own independence, and he would disagree with you all the time just for the sake of disagreeing. At the same time, he was a pure, wonderful, spiritual person who was looking for truth, honesty, and love. But I had major fights with Marvin Gaye because he did not think it was legal to have to pay taxes. He was convinced that it was not lawful, and I said, "Well, I don't want to debate that with you, Marvin, but I do know if you don't pay your taxes, you're going to jail."

**Eddie Holland:** Marvin was quick, easy to work with. He had a magnificent ear. He had a magnificent talent. He was the only artist I've ever worked with in my life that could hear me sing the song one time and say, "O.K., give it here."

**Berry Gordy:** I heard the album [*What's Going On*], and I thought it was really meaningful, but he was a pop singer, and I told him, "Marvin, think about your great image that you built up: do you really want to talk about police brutality?" I could see he had pain and passion and he wanted to awaken the minds of men. He said, "B.G., you gotta let me do this," and I was really hesitant. Not for me, but for him. I didn't want his career to be gone. I said, "O.K., Marvin, but if it doesn't work, you'll learn something, and if it does work, I'll learn something." So I learned something.

*ABC—easy as 1-2-3.* —"ABC," the Jackson 5.

**T**he Jackson 5 were five brothers—Jackie, Jermaine, Tito, Marlon, and lead singer Michael, who was nine years old at the time—from Gary, Indiana, who had been seen at the Apollo Amateur Night in New York City by Motown musician Bobby Taylor [of the Vancouvers] and drove with their father, Joe Jackson, to Detroit to try to get

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*an audition with Berry Gordy.*

**Suzanne De Passe:** I was in my apartment at 1300 East Lafayette Street in Detroit—where many of the Motown artists lived—and Bobby Taylor called up and asked me to come down to his apartment, he wanted me to see something. I said no; I wasn't about to go to a man's apartment. But he said, "Come on," so I did, and he opened the door and there were all these kids sort of strewn across his living room. He clapped his hands and went, "O.K., everybody, this is Suzanne de Passe and she works for Berry Gordy and you need to sing for her because she can get you the audition." They sang and I was blown away. So the next day I told Mr. Gordy on the phone what I'd seen. And I said, "I think you should sign them. These kids—" And he said, "Kids? I don't want any kids. You know how much trouble it is with Stevie Wonder and the teachers, and when you're a minor you have to have a special chaperone, and court approval of the contract, and it is a *problem*." So he said no. I had to really muster up all my courage to go back to him and say, "Really, I don't think you can afford not to see these kids." Finally he agreed to see them.

**Lionel Richie:** Suzanne's assignment was to take this new group called the Jackson 5 out on tour, and she was looking for an opening act. They set up an audition at Lloyd Price's Turntable, and she came in and basically saw the Commodores play. I was the novelty singer—I only did two songs: "Wichita Lineman" and "Little Green Apples." We got the gig, but what helped us tremendously was they allowed us to be in the room with them while Suzanne was briefing them on how to deliver their stage show; it was the education of life. She had to teach them how to put their place settings on the table so when they ate with royalty they would know how to do the silverware. You got the etiquette course while you got the singing and dancing. What I learned most was whatever you do, if you sing, dance, juggle, whatever it is, you do it in the first song. Because they may not stick around for the second one.

**Suzanne De Passe:** The extraordinary part for me was to be a witness to the incredible impact that the Jackson 5 had on the public and the public had on them. When we started out we could go everywhere—we could go shopping, we could get hamburgers, we could go to rehearsal. And within a very short time we were mobbed and could go nowhere.

**Lionel Richie:** This little kid [Michael] did everything in the first song. I kept waiting for Suzanne to tell me what the real secret was, that Michael was a midget, because it couldn't be anything else. Then I realized, That's a real 12-year-old kid. I would watch him play with water balloons backstage, anything that kids do, and then he'd walk onstage and turn this full-grown entertaining monster.

**Suzanne De Passe:** I had no mechanism to measure the magnitude of what I was doing. I was killing myself working, but I was responsible for everything with the Jackson 5—except the records—for what was to become one of the most seminal groups to influence young black kids ever.

**Smokey Robinson:** I've known Michael since he was 10 or 11. He is the best who ever did it. The singing and the dancing and the records—the whole package. But somewhere ... he just got lost. It's easy to do.

**B**y the end of the 1960s, Berry Gordy felt he'd done everything he could do in Detroit, and with an eye toward movies and television, he relocated Motown to Los Angeles. Some—Suzanne, Smokey, Diana, Stevie—followed him. Others, back in Detroit, felt betrayed. Acts eventually left for other labels, among them Marvin, the Jacksons, and, after starring in the Gordy-produced, five-time-Oscar-nominated *Lady Sings the Blues* and the Gordy-directed *Mahogany*, Diana Ross. New artists joined the label, but it was never the same, and by 1988, Berry Gordy was tapped out financially and drained emotionally. Told by the Noveck brothers that he was insolvent, millions of dollars in debt, he sold the Motown name, record catalogue, master recordings, and artists' contracts to MCA Records for \$61 million.

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Go behind the scenes at our Motown shoot, then view the Motown portfolio. Above, the Four Tops. Courtesy of Motown Museum.

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*(Five years later, Polygram bought it from MCA for \$325 million.) In 1997, Gordy sold one-half of his Jobete publishing company to EMI for \$132 million, and in 2003 and 2004 he sold the other half to EMI for a total of \$188 million. After initial reluctance, Stevie Wonder, who had a clause in his contract that gave him the right to approve or block any sale of Motown, finally gave Gordy his blessing but, to this day, is a recording artist on the Motown label, now a part of the Universal Music Group*

**Stevie Wonder:** We just had to work [the business] out, but I stayed at Motown because, more than any other company, they gave me my freedom. Because they knew me, and Berry loved me and I loved him.

**Edna Anderson-Owens:** The Motown music spoke to every walk of life. Motown was colorless. And the whole Motown thing was not heavy-handed or hard-hitting—it was very subtle, because you were seeing people in beautiful gowns with beautiful behavior. It was another kind of thing that came through. Anytime there's somebody successful and representing you well, you're proud.

**Smokey Robinson:** When I saw that Motown was beating Berry up and beating him down, and he was getting these calls from the black leaders telling him not to sell—"It's our heritage"—well, he's my best friend, fuck Motown. I went to him and told him to sell this sucker and go buy your island. An island with a moat. And surround your island with warriors. And dare somebody to call you and even ask you about a record.

**Stevie Wonder:** Motown brought people together; it had this infectious kind of music, and before you knew it you were clapping along to it and rocking to it, and the songs were all positive. Even if you had a love song, there was something to learn from it.

**Berry Gordy:** Motown educated people through song. You have no control over your emotions when you hear a song—it makes you dance, makes you sing, makes you happy, sad. We just wanted to do music for the world. Motown is a magical something that has never been seen before and will never be seen again. Because the world has changed for the worse. And to have a company like that is probably impossible now. It was too simple to be believed.

**Edna Anderson-Owens:** I wanted [Motown] to be respected throughout the world for what it is. I'm very proud to say I've been involved with this. It's like I had an opportunity to walk with Dr. King; it has such great meaning throughout the world. It ultimately satisfied my quest for being a proud black person.

**Martha Reeves:** You can't really have a good house party unless you play some Motown.

*Lisa Robinson is a Vanity Fair contributing editor and music writer.*

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The Brockville Recorder and Times (Ontario)

June 28, 2008 Saturday  
FINAL EDITION

**SECTION:** EDITORIAL/OPINION; Pg. A6

**LENGTH:** 221 words

**HEADLINE:** On This Date

**BYLINE:** BY THE CANADIAN PRESS

**BODY:**

June 28, 2008

On this date 20 years ago, in 1988, Motown Records, the most prominent black-owned independent record company, was sold to MCA Records and an investment firm for \$61US million. Included in the sale were the contracts of such stars as Stevie Wonder and Lionel Richie. The label had been established in the early 1960s by Berry Gordy, Jr., who built an impressive roster of artists, including Smokey Robinson and Martha and the Vandellas, that put Motown at the top of the charts by 1964.

Also on this date in:

1838 -- Queen Victoria was crowned in Westminster Abbey.

1988 -- The B.C. and Ontario legislatures both ratified the Meech Lake constitutional accord, which later collapsed.

2007 -- The Rideau Canal, which stretches from Ottawa to Kingston, was confirmed as a World Heritage site by UNESCO.

June 29, 2008

On this date 474 years ago, in 1534, French explorer Jacques Cartier reached Prince Edward Island during his first voyage to Canada. He described it as "the best-tempered region one can possibly see, and the heat is considerable."

Also on this date in:

1871 -- Canada was granted the right to create new provinces.

1955 -- Bill Haley's "Rock Around the Clock" reached number one on the U.S. charts, staying in the top spot for seven weeks.

2006 -- Women voted for the first time in history in Kuwait election.

**LOAD-DATE:** June 29, 2008

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June 27, 2008 Friday 2:31 AM EST

LENGTH: 546 words

HEADLINE: Music Review: Various Artists - The Motown Collection (10 CD/1 DVD Set)

BYLINE: Donald Gibson

BODY:

Jun. 27, 2008 (Blogcritics.org delivered by Newstex) -- "The Sound of Young America" was the slogan that Berry Gordy ascribed to the music coming out of his recording studios in Detroit, but Motown Records also proved a phenomenon. The caliber of songwriters, producers, musicians, and performers that assembled under Motown's banner in the late '50s and throughout the '60s and early '70s rank among the most successful and creatively sophisticated of the twentieth century. Commemorating the 50th anniversary of Motown's inception and the label's enduring legacy, Time Life Music has now released a substantial box set -- comprised of 10 CDs and a DVD -- entitled *The Motown Collection*. As one would expect from a compilation of this nature and scope, the majority of its 150 songs are well-known hits from the label's most-prominent artists, including Marvin Gaye, the Supremes, Stevie Wonder, Smokey Robinson and the Miracles, the Temptations, the Jackson 5, Gladys Knight and the Pips, and the Four Tops.

Any serious music collection should already account for such artists (and, in many cases, with albums rather than assorted singles), yet this set would certainly fill the most conspicuous voids. Worth mentioning is the inclusion here of lesser-known cuts or tracks by artists who didn't yield the volume of material generated by their higher-profile labelmates. Songs like "He Was Really Sayin' Something" by the Velvettes (later covered by Bananarama), "First I Look At The Purse" by the Contours, and "The Hunter Gets Captured By The Game" by the Marvelettes fill out the set in generous measure. Because it concentrates on Motown's classic era and songs recorded by its classic artists in later years, the set suffers only in the few instances when it includes material that meets neither criteria. Songs like Debarge's "Rhythm of the Night" and Boyz II Men's "It's So Hard To Say Good bye To Yesterday," for instance, not only seem out of place among such gems, but also inconsistent with the quintessential Motown sound. The accompanying DVD, *Ed Sullivan's Rock 'n' Roll Classics: Motortown Review*, features 12 performances (from 5 acts) originally aired on Sullivan's weekly variety show. Essentially a cursory companion to the music discs, it wouldn't hold up as a stand-alone video, but it contains a few highlights nonetheless. In particular, the 1969 debut appearance by the Jackson 5 -- with this thriller of a kid singing lead vocals -- includes a sensational version of "I Want You Back." As well, Stevie Wonder's 1968 appearance, during which he played "You Met Your Match" and "For Once In My Life," offers a telling glimpse of where his talent would take him in just a few short years, beginning with *Music of My Mind*. Of course, *The Motown Collection* is all about the music and, in that regard, its flaws are few and far between. Moreover, considering the breadth of this compilation, it more than lives up to its purpose in celebrating the quality and the legacy of Motown. A graduate of the University of South Florida with a B.A. in English, Donald Gibson writes about music as well as on film, books, and various pop culture topics. He is a regular contributor to Blogcritics Magazine and he publishes his own website. Newstex ID: CRIT-0001-26278276

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Ethnic NewsWatch

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May 29, 2008 - Jun 4, 2008

SECTION: ARTS & LEISURE; Pg. 11 Vol. 57 No. 22

ACC-NO: 58750

LENGTH: 752 words

HEADLINE: Remembering the "Motown" Sound

BYLINE: Mays, Myron.

(Got an entertainment question? Ask Myron at [myron@myronmays.com](mailto:myron@myronmays.com))

(Myron Mays is a freelance columnist and host of "Myron at Midnite on WRBO Soul Classics 103.5)

BODY:

ABSTRACT

Without [Berry Gordy], we may not have had had such historical legendary songs as The Temptations' "My Girl" or The Supremes' "Stop in the Name of Love", "I Heard it Through the Grapevine", "Baby Love", "Signed, Sealed, Delivered, I'm Yours", "Papa was a Rolling Stone" and "The Tears of a Clown". Can you imagine pop culture without any of these songs?

A - Motown house band The Funk Brothers played on virtually all of the Motown recordings from 1959 until 1972. They played on such hits as "My Girl", "I heard it through the Grapevine", "Papa Was a Rolling Stone," "Tears of a Clown" as well as other hits.

FULL TEXT

ASK MYRON

This past weekend, it was a "Motown Throwdown Memorial Day Weekend" at the radio station where we featured an all Motown playlist. As I worked this weekend, I could not help but think of the impact that this record label had on popular music. I also could not help but think of the impact that Berry Gordy's vision had on a nation. Started as Tamla Records in 1959 with an \$800 loan from his family, Gordy's vision not only helped to shape popular music but also an entire culture that spanned nearly 50 years.

Without Berry Gordy, we may not have had had such historical legendary songs as The Temptations' "My Girl" or The Supremes' "Stop in the Name of Love", "I Heard it Through the Grapevine", "Baby Love", "Signed, Sealed, Delivered, I'm Yours", "Papa was a Rolling Stone" and "The Tears of a Clown". Can you imagine pop culture without

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any of these songs?

Here's a good one. Can you imagine pop culture if there had never been a Michael Jackson? Gordy was actually hesitant to take on another child act, as he already had one in Stevie Wonder. He was concerned about child labor laws as well. But he eventually took the chance and, as a result, we have "The King of Pop", the good and the bad.

I believe patience, quality and perseverance were driving factors in the success of Motown Records. As I study music history, I find it amazing that I cannot find a better success story. Gordy had a system for releasing music. He did not manufacture music, he manufactured artists. This means that he took time to groom acts instead of creating the next big hit.

For instance, The Temptations were actually unable to chart a hit early in their career. They were even known by other acts on the label as "The Hitless Temptations" However Gordy continued to keep them on until he found a breakthrough with David Ruffin. This is something that is unheard of in today's music industry. Today, you can actually have more than one hit song and still get dropped from the record label because you're not profitable enough.

Gordy also had a system for releasing music much like the way cars were manufactured during his days at the Ford Automobile plant in Detroit. Songs were not just thrown together and recorded. They were carefully crafted and taken through a quality control process. If the song did not make the cut, it went back to the drawing board or wasn't recorded at all. Quality or nothing - what a concept?

And if you're just waiting around for the next Motown, it's not likely to happen. Even today's Motown Records cannot capture the magic of its former self. Although veteran Stevie Wonder remains with the label to this day and its current roster includes Erykah Badu, Brian McKnight and IndiaArie, today's Motown is nothing like the former days of the hit label. Case in point, Lindsay Lohan and Nick Cannon are included on the roster as well. And I still cannot figure that one out yet.

Motown Records has been influencing popular music for quite some time and continues to influence our culture today. And as a result, I have plenty to write about and will for a long time. I will also enjoy my radio career for years to come. Maybe I'll propose an idea to station management, "Maybe we should feature that other historical record label, you know, the one from Memphis?"

Ask Myron:

Q - "What is the most successful R&B band in Music History?"

I.. Nelson, Holly Springs

Motown house band The Funk Brothers played on virtually all of the Motown recordings from 1959 until 1972. They played on such hits as "My Girl", "I heard it through the Grapevine", Papa Was a Rolling Stone," "Tears of a Clown" as well as other hits.

Although house bands and studio musicians were not credited on songs until 1971, The Funk Brothers have received three Grammys and it has been said that they have recorded more hits than The Beatles, Elvis, The Rolling Stones and The Beach Boys...combined.

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Philadelphia Tribune

February 12, 2008

SECTION: Pg. 2G Vol. 124 No. 25

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LENGTH: 2854 words

HEADLINE: History, hoopla behind Motown Records

BODY:

ABSTRACT

Among [Tamla]'s early artists were Mable John, Barrett Strong and (on the Motown label) Mary Wells. Tamla's first release was Marv Johnson's "Come to Me" in 1959. Its first hit was Barrett Strong's "Money (That's What I Want)" (1959), which made it to #2 on the Billboard R&B charts; its first number one R&B hit was "Shop Around" by the Miracles in 1960. "Shop Around" peaked at number two on the Billboard Hot 100, and was Motown's first million-selling record. Also in 1960, Gordy launched Motown Records as a sister label. Because of the "Motown" name's association with "Motor City" Detroit, the blanket record company under which both Motown Records and Tamla Records operated was incorporated as "Motown Record Corporation". A year later, The Marvelettes scored Tamla's first U.S. number one pop hit, "Please Mr. Postman." By the mid-1960s, the label, with the help of songwriters and producers such as [Smokey Robinson], William "Mickey" Stevenson, Brian Holland, Lamont Dozier, and Norman Whitfield, was a major force in the music industry.

In Britain, Motown's records were released on various labels: at first London (only the Miracles' "Shop Around"/"Who's Lovin' You" and "Ain't It Baby"), then Fontana ("Please Mr. Postman" by the Marvelettes was one of four), Oriole American ("Fingertips - Pt. 2" by Little [Stevie Wonder] was one of many), EMI's Stateside ("Where Did Our Love Go" by the Supremes and "My Guy" by Mary Wells were Motown's first British top-twenty hits), and finally EMI's Tamla-Motown ("Ain't That Peculiar" by [Marvin Gaye] among many others).

In addition to the songwriting prowess of the writers and producers, one of the major factors in the widespread appeal of Motown's music was Gordy's practice of using a highly select and tight-knit group of studio musicians, collectively known as "The Funk Brothers", to record the instrumental or "band" tracks of the Motown songs. Among the studio musicians responsible for the "Motown Sound" were keyboardists Earl Van Dyke, Johnny Griffith, and Joe Hunter; guitarists Joe Messina, Robert White, and Eddie Willis; percussionists Eddie "Bongo" Brown and Jack Ashford; drummers Benny Benjamin, Uriel Jones, and Richard "Pistol" Allen; and bassists James Jamerson and Bob Babbitt. The band's career and work is chronicled in the 2002 documentary film Standing in the Shadows of Motown.

FULL TEXT

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### Michigan-based music mogul started in African roots

Motown Records, also known as Tamla-Motown outside of the United States, is a record label originally based in Detroit, Michigan, where it achieved widespread international success. Motown played an important role in the racial integration of popular music, since it was the first record label owned by an African American that primarily featured African American artists to regularly achieve crossover success and have a widespread, lasting effect on the music industry.

Incorporated on Jan. 12, 1959 by Berry Gordy Jr. as Tamla Records, Motown has, over the course of its history, owned or distributed releases from more than 45 subsidiaries in varying genres, although it is most famous for its releases in the musical genres of R&B, hip hop, pop and soul. Motown left Detroit for Los Angeles in 1972, and remained an independent company until 1988, when Gordy sold the company to MCA. Now headquartered in New York City, Motown Records is today a subsidiary of The Universal Motown/Universal Republic Group, itself a subsidiary of Universal Music Group.

In the 1960s, Motown and its soul-based subsidiaries were the most successful proponents of what came to be known as The Motown Sound, a style of soul music with distinctive characteristics, including the use of tambourine along with drums, a prominent and often melodic bass line played by the electric bass guitar, a distinctive melodic and chord structure, and a call and response singing style originating in gospel music.

Berry Gordy Jr. got his start as a songwriter for local Detroit acts such as Jackie Wilson and the Matadors. Wilson's single "Lonely Teardrops," co-written by Gordy and Roquel Billy Davis, became a huge success; however, Gordy did not feel he made as much money as he deserved from this and other singles he wrote for Wilson. He realized that the more lucrative end of the business was in producing records and owning the royalties.

In 1959, Billy Davis and Berry Gordy's sisters Gwen and Anna started Anna Records. Davis and Gwen Gordy wanted Berry to be the company president, but Berry wanted to strike out on his own. Therefore, in 1959, he started Tamla Records, with an \$800 loan from his family. Gordy originally wanted to name the label "Tammy" Records, after the popular song from the film Tammy and the Bachelor. When he found the name was already in use, he decided on Tamla instead.

Gordy's first signed act was The Matadors, a group he had written and produced songs for, who changed their name to The Miracles when Tamla signed them. Miracles lead singer Smokey Robinson became the vice president of the company (and later named his daughter "Tamla" and his son "Berry" out of gratitude to Gordy and the label). Many of Gordy's family members, including his father Berry Sr., brothers Robert and George, and sister Esther, had instrumental roles in the company. By the middle of the decade, Gwen and Anna Gordy had joined the label in administrative positions as well.

Also in 1959, Gordy purchased the property that would become Tamla's Hitsville U.S.A. studio. The photography studio located in the back of the property was modified into a small recording studio and the Gordys moved into the second floor living quarters. Within a few years, Motown would occupy several neighbouring houses with administrative offices, mixing, mastering and rehearsal studios.

Among Tamla's early artists were Mable John, Barrett Strong and (on the Motown label) Mary Wells. Tamla's first release was Marv Johnson's "Come to Me" in 1959. Its first hit was Barrett Strong's "Money (That's What I Want)" (1959), which made it to #2 on the Billboard R&B charts; its first number one R&B hit was "Shop Around" by the Miracles in 1960. "Shop Around" peaked at number two on the Billboard Hot 100, and was Motown's first million-selling record. Also in 1960, Gordy launched Motown Records as a sister label. Because of the "Motown" name's association with "Motor City" Detroit, the blanket record company under which both Motown Records and Tamla Records operated was incorporated as "Motown Record Corporation". A year later, The Marvelettes scored Tamla's first U.S. number one pop hit, "Please Mr. Postman." By the mid-1960s, the label, with the help of songwriters

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and producers such as Robinson, William "Mickey" Stevenson, Brian Holland, Lamont Dozier, and Norman Whitfield, was a major force in the music industry.

In the 1960s (from 1961 to 1971), Motown had 110 Top Ten hits, and artists such as Stevie Wonder, Marvin Gaye, Diana Ross & The Supremes, The Four Tops, and The Jackson 5, were all signed to Motown labels. The company operated several labels in addition to the Tamla and Motown imprints. A third label, which Gordy named after himself, featured The Temptations and Martha and the Vandellas. A fourth, V.I.P., released recordings by The Velvelettes and The Spinners, and a fifth, Soul, featured Jr. Walker & the All Stars and Gladys Knight & the Pips (who were the first act to have been successful before joining Motown, as 'The Pips' on Vee-Jay). Many more Motown-owned labels released recordings in other genres, including Workshop Jazz (jazz), Mel-o-dy (country), and Rare Earth (rock). Under the slogan "The Sound of Young America." Motown's acts were enjoying widespread popularity among Black and white audiences alike.

In Britain, Motown's records were released on various labels: at first London (only the Miracles' "Shop Around"/"Who's Lovin' You" and "Ain't It Baby"), then Fontana ("Please Mr. Postman" by the Marvelettes was one of four), Oriole American ("Fingertips - Pt. 2" by Little Stevie. Wonder was one of many), EMI's Stateside ("Where Did Our Love Go" by the Supremes and "My Guy" by Mary Wells were Motown's first British top-twenty hits), and finally EMI's Tamla-Motown ("Ain't That Peculiar" by Marvin Gaye among many others).

#### Artist development

Artist development was a major part of Motown's operations. The acts on the Motown label were fastidiously groomed, dressed and choreographed for live performances. Motown artists were advised that their breakthrough into the white popular music market made them ambassadors for other African American artists seeking broad market acceptance, and that they should think, act, walk and talk like royalty, so as to alter the less-than-dignified image commonly held by white Americans in that era of Black musicians. Given that many of the talented young artists had been raised in housing projects and were short on social and dress skills, this Motown department was not only necessary, it created an elegant style of presentation long associated with the label. The artist development department specialized primarily in working with younger, less experienced acts; experienced performers such as Junior Walker and Marvin Gaye were exempted from artist development classes.

Many of the young artists participated in an annual package tour called the "Motortown Revue," which was popular first on the "chitlin circuit," and later around the world. The tours gave the younger singers a chance to hone their performance and social skills and also to learn from more experienced artists.

#### Production process

Motown's music was crafted with the same ear towards pop appeal. Berry Gordy used weekly quality control meetings, held every Friday morning, and veto power to ensure that only the very best material and performances the company came up with would be released. The test was that every new release needed to "fit" into a sequence of the top five selling pop singles of the week. As a result, several tracks which later became critical and commercial favorites were initially rejected by Gordy; the two most notable examples being a pair of Marvin Gaye songs, "I Heard It Through the Grapevine" and "What's Going On." In several cases, producers would re-work and re-re-work tracks in hopes of eventually getting them approved at a later Friday morning meeting, as producer Norman Whitfield did with "I Heard It Through the Grapevine" and The Temptations' "Ain't Too Proud to Beg."

Many of Motown's bestknown songs, such as all of the early hits for The Supremes, were written by the songwriting trio of Holland-Dozier-Holland (brothers Brian & Eddie Holland and colleague Lamont Dozier). Other important producers and songwriters at Motown's Hitsville U.S.A. recording studio and headquarters included Norman Whitfield & Barrett Strong, Nickolas Ashford & Valerie Simpson, Frank Wilson, Motown artists Smokey Robinson, Marvin Gaye and Stevie Wonder, and Gordy himself.

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The many artists and producers of Motown Records collaborated to produce numerous hit songs, although the process has been described as factory-like (such as the Brill Building). The Hitsville studios remained open and active 22 hours a day, and artists would often be on tour for weeks, come back to Detroit to record as many songs as possible, and then promptly set back out on tour again.

#### The Funk Brothers

In addition to the songwriting prowess of the writers and producers, one of the major factors in the widespread appeal of Motown's music was Gordy's practice of using a highly select and tight-knit group of studio musicians, collectively known as "The Funk Brothers", to record the instrumental or "band" tracks of the Motown songs. Among the studio musicians responsible for the "Motown Sound" were keyboardists Earl Van Dyke, Johnny Griffith, and Joe Hunter; guitarists Joe Messina, Robert White, and Eddie Willis; percussionists Eddie "Bongo" Brown and Jack Ashford; drummers Benny Benjamin, Uriel Jones, and Richard "Pistol" Allen; and bassists James Jamerson and Bob Babbitt. The band's career and work is chronicled in the 2002 documentary film *Standing in the Shadows of Motown*.

#### "Hitsville West" 1972 - 1998

After Holland-Dozier-Holland left the label in 1967 over royalty payment disputes, the quality of the Motown output began to decline, as well as the frequency with which its artists scored #1 hits. Norman Whitfield became the company's top producer, turning out hits for The Temptations, Marvin Gaye, and Gladys Knight & the Pips. In the meantime, Berry Gordy established Motown Productions, a television subsidiary, which produced TV specials for the Motown artists, including TCB with Diana Ross & the Supremes and The Temptations, Diana! with Diana Ross, and Goin' Back to Indiana with The Jackson 5.

Motown had established branch offices in both New York City and Los Angeles during the mid-1960s, and by 1969 had begun gradually moving some of its operations to Los Angeles. The company moved all of its operations to Los Angeles after 1972, with a number of artists, among them Martha Reeves, The Four Tops, Gladys Knight & the Pips, and Motown's Funk Brothers studio band, either staying behind in Detroit or leaving the company for other reasons. The main objective of Motown's relocation was to branch out into the motion picture industry, and Motown Productions got its start in film by turning out two hit vehicles for Diana Ross: the Billie Holliday biographical film *Lady Sings the Blues* (1972), and *Mahogany* (1975). Other Motown films would include *Thank God It's Friday* (1978), *Wiz* (1978) and Berry Gordy's *The Last Dragon* (1985).

Despite losing Holland-Dozier-Holland, Norman Whitfield, and a number of its other hitmakers by 1975, Motown still had a number of successful artists during the late 1970s and 1980s, including Lionel Richie and The Commodores, Rick James, Teena Marie and DeBarge. By the mid-1980s, Motown was losing money, and Berry Gordy sold his ownership in Motown to Music Corporation of America (MCA) and Boston Ventures in June 1988 for \$61 million. In 1989, Gordy sold the Motown Productions TV/film operations to Motown executive Suzanne de Passe, who renamed the company de Passe Entertainment and runs it to this day.

During the 1990s, Motown was home to successful recording artists such as Boyz II Men and New Edition member Johnny Gill, although the company itself remained in a state of turmoil. A revolving door of executives were appointed by MCA to run the company, beginning with Berry Gordy's immediate successor, Jheryl Busby. Busby quarreled with MCA, alleging that the company did not give Motown's product adequate attention or promotion. In 1991, Motown sued MCA to have its distribution deal with the company terminated, and began releasing its product through PolyGram. Polygram purchased Motown from Boston Ventures three years later. In 1994, Busby was replaced by Andre Harrell, the entrepreneur behind Uptown Records. Harrell served as Motown's CEO for just under two years, leaving the company after receiving bad publicity for being inefficient. Danny Goldberg, who ran PolyGram's Mercury Records group, assumed control of Motown, and George Jackson served as president.

Universal/Motown: 1999 - present

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By 1998, Motown had added stars such as 702, Brian McKnight, and Erykah Badu to its roster. In December of 1998, PolyGram was acquired by Seagram, and Motown was folded into the Universal Music Group. Ironically, Seagram had purchased Motown's former parent MCA in 1995, as such Motown was in effect reunited with many of its MCA corporate siblings (Seagram had in fact, hoped to build a media empire around Universal, and started by purchasing PolyGram). Universal briefly considered shuttering the floundering label, but instead decided to restructure it. Kedar Massenburg, a producer for Erykah Badu, became the head of the label, and oversaw successful recordings from Badu, McKnight, Michael McDonald, and new Motown artist India.Arie.

In 2005, Massenburg was replaced by Sylvia Rhone, former CEO of Elektra Records. Motown was merged with Universal Records to create the Universal Motown Records Group, an umbrella division of Universal Music which oversees the releases and catalogs for Motown, Universal, Blackground, Republic, Cash Money, Casablanca, and other labels. Motown's current roster includes R&B singers India.Arie, Erykah Badu, M?a, Kem, Yummy Bingham, pop singer Lindsay Lohan, reggae singers Damian and Stephen Marley, and rappers Trick Trick and Nick Cannon.

Diana Ross, Smokey Robinson, Stevie Wonder, and The Temptations had remained with the label since its early days (although both Ross and the Temptations each briefly recorded for other labels for several years). Ross left Motown from 1981 to 1988 but returned in 1989 and stayed until 1999, Robinson left the label briefly in 1999, and the Temptations in 2004. Wonder is today the only artist from Motown's "classic" period still on the label. Modern Motown releases feature a new stylized "M" logo for the label; reissues of classic Motown material continue to use the mod "M" logo first introduced in 1965.

GRAPHIC: Photographs

LOAD-DATE: March 9, 2008

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Michigan Chronicle (Detroit)

October 31, 2007 - November 6, 2007

**SECTION:** ENTERTAINMENT; Pg. D1 Vol. 71 No. 7

**ACC-NO:** 7378

**LENGTH:** 413 words

**HEADLINE:** Motown Museum celebrates in grand style, and more to come

**BYLINE:** Holsey, Steve

**BODY:**

**ABSTRACT**

The Motown Historical Museum, under the leadership of Robin Terry, presented its annual benefit gala celebration on that Saturday night at the Detroit Marriott Renaissance Center. A special highlight of the lavish, well-attended affair was a reunion of Smokey Robinson & the Miracles, Former Motown artist Teena Marie performed later in the evening, The gala was one of many events that will be presented in celebration of the upcoming 50th anniversary of Motown Record Corporation.

**FULL TEXT**

Berry Gordy Jr Blvd

Friday and Saturday, Oct. 19-20, were two of the hottest days and nights of the year for Detroit, the city that gave birth to the most celebrated - and written about - company in the history of recorded music, Motown.

The Motown Historical Museum, under the leadership of Robin Terry, presented its annual benefit gala celebration on that Saturday night at the Detroit Marriott Renaissance Center. A special highlight of the lavish, well-attended affair was a reunion of Smokey Robinson & the Miracles, Former Motown artist Teena Marie performed later in the evening, The gala was one of many events that will be presented in celebration of the upcoming 50th anniversary of Motown Record Corporation.

On Friday, a ceremony for the renaming of a section of West Grand Boulevard in honor of Motown founder Berry Gordy took place at Hitsville USA. That night, there was a jam session at Arturo's Jazz Restaurant and Theatre.

These pictures are from the gala and the street renaming ceremony, - SVH

**LEBAR**

BERRY GORDY, the man of the hour. - Monica Morgan photo

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UMG 00901

Motown Museum celebrates in grand style, and more to come Michigan Chronicle (Detroit) October 31, 2007  
November 6, 2007

THE REUNITING of Smokey Robinson & the Miracles was a special highlight. From left are Robinson, Pete Moore, Claudette Robinson and Bobby Rogers.

ESTHER GORDY EDWARDS, former Motown vice president, is the founder of the Motown Museum. - Monica Morgan photo

BERRY GORDY on the dance floor with Bella Marshall. - Andre Smith photo

MAXIME POWELL (left), who conducted Motown's grooming classes, greets the press and fans with Martha Reeves, Detroit City Council member and former Motown artist. - Monica Morgan photo

BERRY GORDY (left) shares a laugh with Debbie Alien and Don Barden. - Andre Smith photo

SMOKEY ROBINSON made a return visit to Studio A at HitsVille USA. - Andre Smith photo

THE MOTOWN SOUND would not be what it is without the contributions of songwriter/producers Eddie Holland (left) and Brian Holland. With Lamont Dozier, they comprised the prolific Holland-Dozier-Holland team. - Monica Morgan photo

LOAD-DATE: December 3, 2007

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UMG 00902

Copyright 2007 The Detroit News  
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The Detroit News (Michigan)

October 30, 2007 Tuesday  
ONLINE Edition

**SECTION: FEATURES**

**LENGTH:** 400 words

**HEADLINE:** Motown Gala a star-studded night

**BYLINE:** Chuck Bennett

**BODY:**

The hugely successful Motown Gala Celebration at the Marriott Hotel in the GM Renaissance Center on Oct. 20 brought out a Who's Who of current and former entertainers linked with Detroit's most famous musical export.

Beginning with the decor, partygoers knew they were in for a special evening.

"We decided the look of the room should reflect the glamour, sophistication and sparkle that defined what Motown recording artists were all about," says Gail Ball, whose event planning company staged the party.

Silver bowls of hydrangeas and roses dripping with crystals and beads were placed atop silver- and water-sequined tablecloths. Not one, but two stages were erected for a flawlessly timed production. On one stage, Mel Ball and his 14-piece orchestra known as Colours, performed remarkable renditions of all the favorite Motown hits of yesteryear throughout the entire evening.

The other stage served as the action platform, starting with a gracious welcome from Motown Museum Chairman and Executive Director Robin Terry, wearing a shimmering BCBG Maxazria gown, ending with powerhouse singer Teena Marie bringing everyone in the house to their feet as she took a musical stroll down memory lane.

More than 600 guests showed up (plus a wave of crashers who semi-discreetly filed in after attending the Ethiopian Medical Professionals' gala, which took place in another ballroom in the hotel). Tickets were \$300 to \$1,000, and included incredible entertainment, hobnobbing with a host of celebrities and a duo entrée dinner of baked chicken and grilled salmon.

"This year's gala was a great success and a perfect launch for the multiyear celebrations planned for Motown's Golden Anniversary over the next two years," adds Kano Audley Smith, Motown Museum COO. "Everyone had a great time, and it is the goal of the museum to make the annual benefit gala the premiere social event of the year and our major fundraiser."

The evening's highlights included:

\* A surprise appearance from actor Billy Dee Williams at the private V.I.P. reception. He starred (with Diana Ross) in Berry Gordy Jr.'s first major film, "Lady Sings the Blues."

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UMG 00903

Motown Gala a star-studded night The Detroit News (Michigan) October 30, 2007 Tuesday

\* An incredibly touching, tear-filled moment with Smokey Robinson and Gordy, after Robinson performed a song he wrote about their 50-year relationship.

\* An exciting surprise performance by Debbie Allen, who also popped in after the Ethiopian Medial Professionals event.

LOAD-DATE: October 30, 2007

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UMG 00904

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## Dow Jones Factiva

(c) 2007 Weston & Worle News  
Weston & Worle News

September 27, 2007 Thursday

**SECTION:** Pg. 23

**LENGTH:** 210 words

**HEADLINE:** Motown fans in for treat

**BODY:**

Fans of Motown are in for a treat at The Playhouse next week.

Smash-hit West End show *Dancing In The Streets* visits on Thursday, October 4 - and audiences can experience the energy, excitement and emotion of classic music released by the world's most successful record label, Tamla Motown.

The top soul bands were signed up to the label, set up by successful songwriter Berry Gordy, writer of the Jackie Wilson hit *Reet Petite*, in a timber-framed bungalow in Detroit in 1959.

Many of Tamla Motown's leading groups, including *The Supremes* and *The Temptations*, will be celebrated in the two-hour show packed with hit singles, while other legends such as *The Four Tops*, *Marvin Gaye*, *Lionel Richie*, *Stevie Nicks* and *Smokey Robinson* also have their songs faithfully recreated.

The talented *Dancing In The Streets* singers deliver a hit-packed evening of soul favourites, including *Baby Love* in the style of *The Supremes*, *My Girl* as done by the *Temptations*, *The Four Tops*' classic *Reach Out*, and the great *Marvin Gaye* hit *I Heard It Through The Grapevine*.

They are supported by an eight-piece live band modelled on the original *Funk Brothers*.

The show starts at 7.30pm and tickets are £20-£22.50, concessions available, from the box office on 01934 645544.

**NOTES:**

**PUBLISHER:** Northcliffe Newspapers Group Limited

**LOAD-DATE:** September 28, 2007

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UMG 00905

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Ethnic NewsWatch

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Tri - State Defender

May 10, 2007 / May 16, 2007

**SECTION:** ARTS & LEISURE; Pg. 10 Vol. 56 No. 20

**ACC-NO:** 58750

**LENGTH:** 1273 words

**HEADLINE:** Impressive chart feats

**BYLINE:** Holsey, Steve

**BODY:**

**ABSTRACT**

One of the proudest times in the long and illustrious history of Motown Record Corporation was the week ending Dec. 28, 1968. The company had five of the Top 10 singles on the Pop chart. They were "I Heard It Through the Grapevine" (Marvin Gaye), "For Once in My Life" (Stevie Wonder), "Love Child" (Diana Ross & the Supremes), "I'm Gonna Make You Love Me" (Diana Ross & the Supremes and the Temptations) and "Cloud Nine" (the Temptations). Over, the company held the No. 1, No. 2 and No. 3 positions for a whole month. Berry Gordy described the year as "incredible."

[Michael Jackson]'s "Bad" is the album that yielded the most No. 1 hits - five. They were "I Just Can't Stop Loving You," "Bad," "The Way You Make Me Feel," "Man in the Mirror" and "Dirty Diana."

The Supremes made history when they had five No. 1 Pop singles in a row: "Where Did Our Love Go?," "Baby Love," "Come See About Me," "Stop! In the Name of Love" and "Back in My Arms Again." That was amazing enough, but the glamorous ladies had seven additional No. 1's (not in a row), "I Hear a Symphony," "You Can't Hurry Love," "Keep Me Hangin' On," "Love is Here and Now You're Gone," "The Happening," "Love Child" and the decade-closing "Someday We'll Be Together." No female group has ever equaled that.

**FULL TEXT**

(ProQuest Information and Learning: ... denotes obscured text omitted.)

This week we are going on a journey through the record charts, specifically the ones that are the most accurate and the most important - from Billboard magazine, frequently identified as "the bible of the recording industry." (Record companies sweat bullets waiting for Billboard to come out each week.)

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Grapevine" (Marvin Gaye), "For Once in My Life" (Stevie Wonder), "Love Child" (Diana Ross & the Supremes), "I'm Gonna Make You Love Me" (Diana Ross & the Supremes and the Temptations) and "Cloud Nine" (the Temptations). Moreover, the company held the No. 1, No. 2 and No. 3 positions for a whole month. Berry Gordy described the year as "incredible."

That was also a good year for Aretha Franklin. She had three No. 1 songs on the R&B chart: "Chain of Fools," "(Sweet Sweet Baby) Since You've Been Gone" and "Think."

One of the surest signs that rap had arrived and found its way into the mainstream was in 1983 when Run-D.M.C.'s self-titled debut album was certified Gold. It featured their breakthrough hit, "It's Like That." Gold, as certified by the Record Industry Association of America (RIAA) represents 500,000 albums sold. Platinum means the one million sales mark has been reached. Ironically, the first Platinum rap album was by a White act, the Beastie Boys, who hit the ... "Licensed to III."

Whitney Houston was hotter-than-hot in the early '90s and you could hardly turn on the radio without hearing "I Will Always Love You." Those two facts had much to do with "The Bodyguard" selling 17 million copies and ultimately becoming the best-selling soundtrack of all time, surpassing "Saturday Night Fever."

CHUBBY CHECKER is not the type of artist who would have a hit in today's marketplace, but he made history in the early '60s with "The Twist." In the summer of 1960, it reached No. 1 on the Billboard Pop chart, when the twist was essentially a teen dance craze. But a little over a year later the dance caught on with adults (thanks to its popularity at a New York City club called the Peppermint Lounge) and it became the biggest dance craze of all time, propelling "The Twist" back to the No. 1 position.

Like Chubby Checker, Boyz II Men hailed from Philadelphia and they, too, made history when "End of the Road" held the No. 1 position on the Pop chart for an amazing 13 weeks in 1992, surpassing Elvis Presley's record of 11 weeks with his two-sided hit, "Don't Be Cruel/Hound Dog." Since that time a record has stayed on top for a whopping 16 weeks - and again it was Boyz II Men, this time in collaboration with Mariah Carey. The song was "One Sweet Day" in 1995. That 16 weeks has not been topped or equaled.

Michael Jackson has the distinction of having had the second best-selling album of all time. It was, of course, "Thriller." For quite some time "Thriller" was the front-runner, but eventually "The Eagles/Their Greatest Hits, 1971-1975" took the lead with 29 million copies sold, compared to "Thriller's" 27 million.

Michael Jackson's "Bad" is the album that yielded the most No. 1 hits - five. They were "I Just Can't Stop Loving You," "Bad," "The Way You Make Me Feel," "Man in the Mirror" and "Dirty Diana."

WHAT DO Carlos Santana and Cher have in common? Each had the biggest hit of their career after the age of fifty. For Cher it was the 1998 No. 1 hit "Believe" and for Santana the Platinum-times-15 achievement was the album "Supernatural."

Motown's first million seller was "Shop Around" by the Miracles. However, it hit No. 2 on the Pop chart rather than No. 1. That was in late 1960. Motown didn't have its first No. 1 Pop hit until a year later - "Please Mr. Postman" by the Marvelettes, five high school girls from Inkster.

The Isley Brothers are the only act to have been on the charts in the 1950s, 1960s, 1970s, 1980s, 1990s and 2000s. That includes such soul classics as "Shout," "It's Your Thing," "Twist and Shout," "That Lady" and "This Old Heart of Mine (Is Weak For You)."

No doubt about it, the most successful reggae album of all time is the greatest hits collection titled "Legend," by Bob Marley & the Wailers, which continues to sell.

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The Supremes made history when they had five No. 1 Pop singles in a row: "Where Did Our Love Go?," "Baby Love," "Come See About Me," "Stop! In the Name of Love" and "Back in My Arms Again." That was amazing enough, but the glamorous ladies had seven additional No. 1's (not in a row), "I Hear a Symphony," "You Can't Hurry Love," "You Keep Me Hangin' On," "Love is Here and Now You're Gone," "The Happening," "Love Child" and the decade-closing "Someday We'll Be Together." No female group has ever equaled that.

The Beatles had the most No. 1 hits in total - 20.

THE OLDEST artist to have a No. 1 Pop hit was the legendary trumpeter/vocalist Louis Armstrong, who reached the apex in 1964 with the charming "Hello Dolly!" He was 62 at the time. And the youngest to reach that position was Little Stevie Wonder, with "Fingertips, Pt. 2" in 1963. He was 13.

"I Heard It Through the Grapevine" made a lot of money for its writers. Norman Whitfield and Barrett Strong, and Motown's publishing company, Jobete. Between 1967 and 1988 it has been on the charts six times by six different artists: Gladys Knight & the Pips, Marvin Gaye, King Curtis, the Creedence Clearwater Revival, Roger, and believe it or not, the California Raisins.

No artist has had a No. 1 Pop hit in every year in a decade - except Mariah Carey who did just that in the '90s. It started with "Vision of Love" and concluded with "Thank God I Found You."

Ever wonder what the top selling jazz album of all time is? The answer is Miles Davis' classic "Kind of Blue."

Patti LaBelle and Michael McDonald reached No. 1 in 1986 with their power-ballad, "On My Own," which retained the top position for three weeks. What made the whole thing even more interesting is the fact that the pair did not even meet until after the song had become a hit (studio technology makes a lot of things possible). There was even a Patti LaBelle/Michael McDonald video in heavy rotation before they actually met (once again, technology!).

GRAPHIC: Tables

LOAD-DATE: June 17, 2007

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Ethnic NewsWatch

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Michigan Chronicle

May 9, 2007 / May 15, 2007

SECTION: ENTERTAINMENT; Pg. D1 Vol. 70 No. 34

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LENGTH: 1263 words

HEADLINE: Impressive chart feats

BYLINE: Holsey, Steve

BODY:

ABSTRACT

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UMG 00909

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The Isley Brothers are the only act to have been on the charts in the 1950s, 1960s, 1970s, 1980s, 1990s and 2000s. That includes such soul classics as "Shout," "It's Your Thing," "Twist and Shout," "That Lady" and "This Old Heart of Mine (Is Weak For You)."

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The Beatles had the most No. 1 hits in total - 20.

THE OLDEST artist to have a No. 1 Pop hit was the legendary trumpeter/vocalist Louis Armstrong, who reached the apex in 1964 with the charming "Hello Dolly?" He was 62 at the time. And the youngest to reach that position was Little Stevie Wonder, with "Fingertips, Pt 2" in 1963. He was 13.

"I Heard It Through the Grapevine" made a lot of money for its writers, Norman Whitfield and Barrett Strong, and Motown's publishing company, Jobete. Between 1967 and 1988 it has been on the charts six times by six different artists: Gladys Knight & the Pips, Marvin Gaye, King Curtis, the Creedence Clearwater Revival, Roger, and believe it or not, the California Raisins.

No artist has had a No. 1 Pop hit in every year in a decade - except Marian Carey who did just that in the '90s. It started with "Vision of Love" and concluded with "Thank God I Found You."

Ever wonder what the top selling jazz album of all time is? The answer is Miles Davis' classic "Kind of Blue."

Patti LaBelle and Michael McDonald reached No. 1 in 1986 with their power-ballad, "Gn My Own," which retained the top position for three weeks. What made the whole thing even more interesting is the fact that the pair did not even meet until after the song had become a hit (studio technology makes a lot of things possible). There was even a Patti LaBelle/Michael McDonald video in heavy rotation before they actually met (once again, technology!).

LOAD-DATE: June 10, 2007

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Michigan Chronicle (Detroit)

May 9, 2007 - May 15, 2007

**SECTION:** ENTERTAINMENT; Pg. D1 Vol. 70 No. 34

**ACC-NO:** 7378

**LENGTH:** 1263 words

**HEADLINE:** Impressive chart feats

**BYLINE:** Holsey, Steve

**BODY:**

**ABSTRACT**

One of the proudest times in the long and illustrious history of Motown Record Corporation was the week ending Dec. 28, 1968. The company had five of the Top 10 singles on the Pop chart. They were "I Heard It Through the Grapevine" (Marvin Gaye), "For Once in My Life" (Stevie Wonder), "Love Child" (Diana Ross & the Supremes), "I'm Gonna Make You Love Me" (Diana Ross & the Supremes and the Temptations) and "Cloud Nine" (the Temptations). Moreover, the company held the No. 1, No. 2 and No. 3 positions for a whole month. Berry Gordy described the year as "incredible."

[Michael Jackson]'s "Bad" is the album that yielded the most No. 1 hits - five. They were "I Just Can't Stop Loving You," "Bad," "The Way You Make Me Feel," "Man in the Mirror" and "Dirty Diana."

The Supremes made history when they had five No. 1 Pop singles in a row: "Where Did Our Love Go?," "Baby Love," "Come see About Me," "Stop! In the Name of Love" and "Back in My Arms Again." That was amazing enough, but the glamorous ladies had seven additional No. 1's (not in a row), "I Hear a Symphony," "You Can't Hurry Love," "You Keep Me Hangin' On," "Love is Here and Now You're Gone," "The Happening," "Love Child" and the decade-closing "Someday We'll Be Together." No female group has ever equaled that.

**FULL TEXT**

This week we are going on a journey through the record charts, specifically the ones that are the most accurate and the most important - from Billboard magazine, frequently identified as "the bible of the recording industry." (Record companies sweat bullets waiting for Billboard to come out each week.)

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"incredible."

That was also a good year for Aretha Franklin. She had three No. 1 songs on the R&B chart: "Chain of Fools," "(Sweet Sweet Baby) Since You've Been Gone" and "Think."

One of the surest signs that rap had arrived and found its way into the mainstream was in 1983 when Run-D.M.C.'s self-titled debut album was certified Gold. It featured their breakthrough hit, "It's Like That." Gold, as certified by the Record Industry Association of America (RIAA) represents 500,000 albums sold. Platinum means the one million sales mark has been reached. Ironically, the first Platinum rap album was by a White act, the Beastie Boys, who hit the top with "Licensed to Ill."

Whitney Houston was hotter-than-hot in the early '90s and you could hardly turn on the radio without hearing "I Will Always Love You." Those two facts had much to do with "The Bodyguard" selling 17 million copies and ultimately becoming the best-selling soundtrack of all time, surpassing "Saturday Night Fever."

CHUBBY CHECKER is not the type of artist who would have a hit in today's marketplace, but he made history in the early '60s with "The Twist." In the summer of 1960, it reached No. 1 on the Billboard Pop chart when the twist was essentially a teen dance craze. But a little over a year later the dance caught on with adults (thanks to its popularity at a New York City club called the Peppermint Lounge) and it became the biggest dance craze of all time, propelling "The Twist" back to the No. 1 position.

Like Chubby Checker, Boyz II Men hailed from Philadelphia and they, too, made history when "End of the Road" held the No. 1 position on the Pop chart for an amazing 13 weeks in 1992, surpassing Elvis Presley's record of 11 weeks with his two-sided hit, "Don't Be Cruel/Hound Dog." Since that time a record has stayed on top for a whopping 16 weeks - and again it was Boyz II Men, this time in collaboration with Mariah Carey. The song was "One Sweet Day" in 1995. That 16 weeks has not been topped or equaled.

Michael Jackson has the distinction of having had the second best-selling album of all time. It was, of course, "Thriller." For quite some time "Thriller" was the front-runner, but eventually "The Eagles/Their Greatest Hits, 1971-1975" took the lead with 29 million copies sold, compared to "Thriller's" 27 million.

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Copyright 2007 The Commercial Appeal, Inc.  
The Commercial Appeal (Memphis, TN)

May 4, 2007 Friday  
Final Edition

**SECTION:** PLAYBOOK; Pg. G24-25

**LENGTH:** 305 words

**HEADLINE:** Motown's standard of success;  
Robinson to perform in Tunica; wrote dozens of hit songs; turns road life into food venture

**BYLINE:** Mark Jordan Special to The Commercial Appeal

**BODY:**

Motown legend Smokey Robinson will be in concert at 8 p.m. Thursday at Grand Casino's Grand Event Center.

William "Smokey" Robinson, of course, is the singer and/or songwriter behind some of the famed Detroit soul label's greatest songs. With his own group, the Miracles, which he founded in 1955 at 15, and as a solo performer he logged 70 Top 40 hits, including "Shop Around," "You've Really Got A Hold On Me," "Ooh Baby Baby," "The Tracks of My Tears," and "Going to a Go-Go." And as a staff writer at Motown he wrote even more: Mary Wells' "My Guy," the Temptations "My Girl" and "The Way You Do the Things You Do." The list is substantial; by some reports he has more than 4,000 songwriting credits and no less an authority than Bob Dylan once called him "America's greatest living poet."

Robinson's importance extended well beyond the charts, however. He reportedly suggested to his friend, budding songwriter and producer Berry Gordy Jr., that he start a label in the first place. The Miracles were one of the first acts signed to the label. And from 1961 to 1990, before Gordy sold the company, Robinson served as its vice president.

Robinson still records. Last year he released Timeless Love, an album of standards.

But his time these days is mostly taken up collecting hosannas - the Kennedy Center honored him in December - and managing his various business ventures. The most recent of these is "Smokey Robinson Foods," a line of frozen entrees supposedly "inspired by the dishes Smokey discovered during his year on the road." Available at Kroger stores, Smokey's menu currently includes "Down Home Pot Roast," "Seafood Gumbo," "Chicken & Chicken Sausage Gumbo" and "Smokey's Red Beans & Rice."

Tickets to Smokey Robinson are \$55 and \$65 at Ticketmaster; including by phone at (901) 525-1515 and online at Ticketmaster.com.

**NOTES:** Casino Scene

**GRAPHIC:** Photo; John McCusker/Associated Press, There's not nearly enough time for Smokey Robinson to sing all his hits in one Tunica show, and how many singers can say that?

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Motown's standard of success; Robinson to perform in Tunica; wrote dozens of hit songs; turns road life into food  
venture The Commercial Appeal (Memphis, TN) May 4, 2007 Friday

LOAD-DATE: May 5, 2007

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South Bend Tribune (Indiana)

December 22, 2006 Friday  
Michigan Edition

**SECTION:** WEEKEND; WEEKEND; Pg. D5

**LENGTH:** 897 words

**HEADLINE:** Music execs fashion tailor-made pop stars;  
'Dreamgirls' depicts reality of image

**BYLINE:** By HOWARD DUKES, Tribune Staff Writer

**BODY:**

SOUTH BEND -- The music that made Motown famous was recorded at 2648 W. Grand Blvd., Detroit.

The image that became as much a part of the Motown sound as the music itself, however, was developed in a house across the street from the building immortalized as "Hitsville USA," Billy "Stix" Nicks says.

Label founder Berry Gordy Jr. wanted artists who could appeal to black and white listeners, the South Bend resident and drummer for Motown's Junior Walker and the All Stars says.

To that end, Gordy used the house across the street from the Motown studio to teach his performers how to dress, walk and talk like stars.

Motown's focus on tailoring its music and the image of its performers often is contrasted with other 1960s-era record labels that signed R&B acts, such as Atlantic and Stax, which allowed such singers as Aretha Franklin and Otis Redding to maintain a sound rooted in the blues and the black church rather than make their records more palatable to pop's top 40.

The tension between art and image those contrasts underline serves as the major plot line of "Dreamgirls," a musical from 1981 whose film version opens in theaters on Christmas.

In "Dreamgirls," record label owner Curtis Taylor, Jr. (Jamie Foxx in the film) changes the group's name from The Dreamettes to The Dreams and replaces the lead singer, Effie White (played by newcomer Jennifer Hudson), with Deena Jones (played by Beyoncé Knowles) because he thinks Deena has a more marketable voice.

The plot of "Dreamgirls" is similar to the story of Diana Ross and the Supremes.

Florence Ballard founded the Supremes and was the lead singer until Gordy named Ross lead singer in 1964. Ballard left the group in 1968 and embarked on an unsuccessful solo career. She died in poverty in 1976.

Many people thought Ballard was a better singer, but Gordy believed Ross had greater crossover appeal.

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A more cynical view is that Ross got the nod because she and Gordy were lovers.

Whatever Gordy's motivations were, Nicks says, his belief that Ross had greater crossover appeal than Ballard was probably right.

Nicks says Gordy tried to find a balance between artistic integrity and commercial success and that Gordy got it right most of the time because he was a good judge of talent.

Motown artists had to know how to dress, walk and talk, Nicks says, but they also had to be great singers.

Ross had dozens of hits both as lead singer of the Supremes and as a solo artist.

Still, the story of the Supremes and that of "Dreamgirls" reveals the ever-present tension between artistic and commercial demands.

Glenn Gass, a music professor at Indiana University Bloomington, says pop music stars' images have always been important.

There was a time in the anti-establishment '60s and '70s when groups such as The Rolling Stones achieved commercial success despite rebelling against the clean-cut image promoted by record labels, Gass says.

Artists in such more recent genres as grunge, alternative rock and neo-soul often eschewed flashiness as a way to ensure that fans focus on the music, which is as much a form of marketing an image -- anti-pop -- as Gordy's careful display of Motown's early acts.

Still, it's clear that record labels and fans place more emphasis on clothes, body image and celebrity lifestyle than ever before, Gass says of today's pop stars.

Television, he says, made record executives realize how important it was for an artist to have the right look.

Being telegenic is one reason Elvis Presley became the first big rock star instead of the overweight Bill Haley or an African-American pioneer such as Ike Turner.

"If people had not seen Elvis on 'The Ed Sullivan Show,' it would not have had the same impact," Gass says.

The need for performers to have the right look only increased with the emergence of music videos and cable stations such as MTV, he says.

So The Buggles were right when they sang, "Video Killed the Radio Star." That's especially true if the "radio star" is a female singer who wears anything larger than a size eight, local filmmaker Kareemah El-Amin says. A singer, El-Amin played the role of Effie when a Fort Wayne-based touring company produced "Dreamgirls" in the 1980s.

El-Amin says the Broadway production of "Dreamgirls" also addressed the issue of female body image in the music industry. Jennifer Holliday, the star of the Broadway production, was overweight.

Holliday has been identified with the role of Effie for a generation, and most people familiar with "Dreamgirls" now assume that anyone who plays Effie has to be overweight.

Hudson, who does not eat red meat or fried foods, said during a recent interview on "The Tom Joyner Morning Show" that she ate pastries to gain weight for the role. Still, the voluptuous Hudson isn't nearly as heavy as Holliday.

El-Amin says she wasn't overweight when she played Effie two decades ago. El-Amin got the role because she has a strong, soulful singing voice.

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Music execs fashion tailor-made pop stars; 'Dreamgirls' depicts reality of image South Bend Tribune (Indiana)  
December 22, 2006 Friday

In "Dreamgirls," Effie's singing style probably had more to do with the decision to replace her with Deena.

Still, image matters, El-Amin says.

That's definitely true for an artist trying to become a pop star.

"It depends on the genre," El-Amin says. "Neo-soul is more accepting. Jazz is more accepting."

When asked what she'd have to do to make it as pop singer today, however, El-Amin didn't hesitate.

"Lose about 150 pounds."

Staff writer Howard Dukes:

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**GRAPHIC:** Sharon Leal plays Michelle, Beyoncé Knowles plays Deena and Anika Noni Rose plays Lorrell in a scene from "Dreamgirls," a fictionalized version of the story of Motown's Diana Ross and the Supremes, a group that label founder Berry Gordy Jr. meticulously groomed for stardom, as he did with all of Motown's early acts. AP Photo/DREAMWORKS, DAVID JAMES

**LOAD-DATE:** December 28, 2006

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**SECTION:** ARTS & LEISURE; Pg. 9 Vol. 55 No. 46

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**LENGTH:** 1185 words

**HEADLINE:** 'Motown in Love'

**BYLINE:** Holsey, Steve

**BODY:**

**ABSTRACT**

The lyrics are divided into ten chapters: "Lessons of Love," "The Path to Your Heart," "The Promise," "The Joy of Love," "When a Man Loves a Woman," "The Love of a Woman," "Under Your Spell," "Love is Strange," "Love Lost" and "Higher Love."

Master songwriter Bob Dylan once identified [Smokey Robinson] as "the greatest living poet." Indeed, his compositions are among the best in Motown's history, including "The Tracks of My Tears," "My Girl," "More Love," "Since I Lost My Baby," "Two Lovers," "I'll Try Something New," "Don't Mess With Bill," "When I'm Gone," "My Guy," "You've Really Got a Hold on Me," "Ooo Baby Baby," "Get Ready," "The Hunter Gets Captured By the Game," "The Tears of a Clown" and "It's Growing."

**FULL TEXT**

'Motown in Love'

Book explores lyrics from company's greatest hits

One would think, with good reason, that everything that could be said or written about Motown had been already. No record company in the history of the music industry has been celebrated as frequently, examined as often, gossiped about on more occasions, and had its history told so many times.

Clearly, Motown is second only to automobiles as the most famous thing to come out of Detroit. Indeed, the city itself is very often referred to as "Motown." But until now, there had been no special focus on the lyrics of the songs that made Motown the enduring champion that it is.

Herb Jordan, who edited the just-published book "Motown in Love: Lyrics From the Golden Era" (published by Pantheon), has described the lyrics to these songs as poetry. The "poets" include Edward Holland, Lamont Dozier, Brian

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Holland, Mickey Stevenson, Sylvia Moy, Smokey Robinson, Henry Cosby, Clay McMurray, Barrett Strong, Ivy Jo Hunter, Nickolas Ashford, Valerie Simpson, Johnny Bristol, Willie Hutch, Clarence Paul, Norman Whitfield and Marvin Gaye, among others.

JORDAN, legal scholar, composer and American culture commentator, taught at the University of Michigan Law School, and has been honored many times. He tutors young writers in the public schools of Los Angeles. Moreover, there is also a Detroit connection: Prior to attending law school, he was an auto worker here. He is, of course, a staunch fan of the Motown sound.

Alicia Keys has on numerous occasions acknowledged her deep appreciation for music makers who came before her and she, too, is a lover of all things Motown.

"There is nothing more inspiring than the songs of the Motown catalogue," said the Grammy-winning singer/pianist/songwriter. "As a songwriter, just seeing them on the page makes me want to grab a pen and paper and search my heart for the perfect words. This book is priceless, timeless and spectacular!"

Featuring the words to well over 100 Motown songs, the book is also a bonanza for people who want to "sing along," who were never sure about certain lyrics, or who want to do their own analysis. In no way, however, is "Motown in Love" a stuffy, academic type work. Rather, aside from Jordan's introduction, it is essentially a matter of the song lyrics speaking for themselves.

"DETROIT IN the 1960s was an unlikely stage for a production that featured some of the most inspirational love songs ever written. It may seem equally unlikely that most of those songs were written by young Black men," writes Jordan. "Default notions of romance are an awkward overlay to the reality of this city of steel and sweat, Joe Louis and Jimmy Hoff a...But there was no simple way to quiet the musical movement that was surging in the basements and on the street corners of Detroit's Black neighborhoods. The city vibrated."

Jordan touches on the competition aspect of the song writing at Motown, as has been done many times before, including by Berry Gordy himself in his intriguing autobiography, "To Be Loved: The Music, the Magic, the Memories of Motown." But in the context of Jordan's project, it makes sense to do so again.

Morris Broadnax, whose work includes "Until You Come Back to Me (That's What I'm Gonna Do)," recalled that "the new songs were worked on between Tuesday and Thursday, and on Friday all the songwriters presented their best material to the staff." (By the way, "Until You Come Back to Me," a composing collaboration between Broadnax, Stevie Wonder and Clarence Paul, became a huge hit for Aretha Franklin in 1973, but had been recorded previously by Stevie Wonder, but not released.

Jordan also talks about the fabled Motown bus tours but, like so many others, identifies it as the Motown Revue when in actuality it was called the Motortown Revue.

THE ARTISTS covered in "Motown in Love" are Marvin Gaye (alone and with Tammi Terrell and with Kim Weston), Stevie Wonder, the Four Tops, the Originals, the Supremes, the Temptations, Smokey Robinson & the Miracles, Shorty Long, the Contours, Bobby Taylor & the Vancouvers, the Marvelettes, Brenda Holloway, Martha & the Vandellas, the Jackson 5, the Velvelettes, Gladys Knight & the Pips, Kim Weston, the Isley Brothers, Jimmy Ruffin and Mary Wells.

The author also managed to find several never-before-seen photos of the artists.

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ONE OF Robinson's finest sets of lyrics are found in the 1967 hit "The Love I Saw in You Was Just a Mirage," a song not heard or acknowledged as often as it should be. Fortunately, those lyrics are included in the book:

There you were, beautiful,  
The promise of love was written on your face.  
You led me on with untrue kisses,  
Oh, you held me captive in your false embrace.  
Quicker than I could bat an eye,  
Seems you were telling me goodbye.  
Just a minute ago your love was here,  
All of a sudden it seemed to disappear.  
Sweetness was only heartache's camouflage,  
The love I saw in you was just a mirage.  
We used to meet in romantic places,  
Oh, you gave the illusion that your love was real.  
Now all that's left are lipstick traces  
From the kisses you only pretended to feel.  
And now our meetings you avoid,  
And so my world you have destroyed.  
Just a minute ago your love was here,  
All of a sudden it seemed to disappear, yeah.  
The way you wrecked my life was like sabotage,  
The love I saw in you was just a mirage.  
You only filled me with despair  
By showin' love that wasn't there.  
Just like the desert shows a thirsty man

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A green oasis where there's only sand,  
You lured me into something I should have dodged,  
The love I saw in you was just a mirage.

"Motown in Love: Lyrics From the Golden Era" is a should-have for Motown fans and songwriting aficionados.

**GRAPHIC:** Photographs

**LOAD-DATE:** January 30, 2007

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Nov 8, 2006 / Nov 14, 2006

**SECTION:** ENTERTAINMENT;Pg. D1 Vol. 70 No. 8

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**LENGTH:** 1173 words

**HEADLINE:** 'Motown in Love': Book explores lyrics from company's greatest hits

**BYLINE:** Holsey, Steve

**BODY:**

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JORDAN, legal scholar, composer and American culture commentator, taught at the University of Michigan Law School, and has been honored many times. He tutors young writers in the public schools of Los Angeles. Moreover, there is also a Detroit connection: Prior to attending law school, he was an auto worker here. He is, of course, a staunch fan of the Motown sound.

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Jordan touches on the competition aspect of the songwriting at Motown, as has been done many times before, including by Berry Gordy himself in his intriguing autobiography, "To Be Loved: The Music, the Magic, the Memories of Motown." But in the context of Jordan's project, it makes sense to do so again.

Morris Broadnax, whose work includes "Until You Come Back to Me (That's What I'm Gonna Do)," recalled that "the new songs were worked on between Tuesday and Thursday, and on Friday all the songwriters presented their best material to the staff." (By the way, "Until You Come Back to Me," a composing collaboration between Broadnax, Stevie Wonder and Clarence Paul, became a huge hit for Aretha Franklin in 1973, but had been recorded previously by Stevie Wonder, but not released.

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Page 26

"The Tears of a Clown" and "It's Growing."

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There you were, beautiful,  
The promise of love was written on your face.  
You led me on with untrue kisses,  
Oh, you held me captive in your false embrace.  
Quicker than I could bat an eye,  
Seems you were telling me goodbye.  
Just a minute ago your love was here,  
All of a sudden it seemed to disappear.  
Sweetness was only heartache's camouflage,  
The love I saw in you was just a mirage.  
We used to meet in romantic places,  
Oh, you gave the illusion that your love was  
real.  
Now all that's left are lipstick traces  
From the kisses you only pretended to feel.  
And now our meetings you avoid,  
And so my world you have destroyed.  
Just a minute ago your love was here,  
All of a sudden it seemed to disappear, yeah.  
The way you wrecked my life was like sabotage,  
The love I saw in you was just a mirage.  
You only filled me with despair  
By showin' love that wasn't there.  
Just like the desert shows a thirsty man  
A green oasis where there's only sand,

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'Motown in Love': Book explores lyrics from company's greatest hits Michigan Chronicle Nov 8, 2006 / Nov 14, 2006

You lured me into something I should have

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LOAD-DATE: January 30, 2007

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Michigan Chronicle (Detroit)

November 8, 2006 - November 14, 2006

SECTION: ENTERTAINMENT; Pg. D1 Vol. 70 No. 8

ACC-NO: 7378

LENGTH: 1173 words

HEADLINE: 'Motown in Love': Book explores lyrics from company's greatest hits

BYLINE: Holsey, Steve

BODY:

ABSTRACT

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FULL TEXT

One would think, with good reason, that everything that could be said or written about Motown had been already. No record company in the history of the music industry has been celebrated as frequently, examined as often, gossiped about on more occasions, and had its history told so many times.

Clearly, Motown is second only to automobiles as the most famous thing to come out of Detroit. Indeed, the city itself is very often referred to as "Motown." But until now, there had been no special focus on the lyrics of the songs that made Motown the enduring champion that it is.

Herb Jordan, who edited the just-published book "Motown in Love: Lyrics From the Golden Era" (published by Pantheon), has described the lyrics to these songs as poetry. The "poets" include Edward Holland, Lament Dozier, Brian Holland, Mickey Stevenson, Sylvia Moy, Smokey Robinson, Henry Cosby, Clay McMurray, Barrett Strong, Ivy Jo Hunter, Nickolas Ashford, Valerie Simpson, Johnny Bristol, Willie Hutch, Clarence Paul, Norman Whitfield and Marvin Gaye, among others.

JORDAN, legal scholar, composer and American culture commentator, taught at the University of Michigan Law

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School, and has been honored many times. He tutors young writers in the public schools of Los Angeles. Moreover, there is also a Detroit connection: Prior to attending law school, he was an auto worker here. He is, of course, a staunch fan of the Motown sound.

Alicia Keys has on numerous occasions acknowledged her deep appreciation for music makers who came before her and she, too, is a lover of all things Motown.

"There is nothing more inspiring than the songs of the Motown catalogue," said the Grammy-winning singer/pianist/songwriter. "As a songwriter, just seeing them on the page makes me want to grab a pen and paper and search my heart for the perfect words. This book is priceless, timeless and spectacular!"

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You led me on with untrue kisses,  
Oh, you held me captive in your false embrace.  
Quicker than I could bat an eye,  
Seems you were telling me goodbye.  
Just a minute ago your love was here,  
All of a sudden it seemed to disappear.  
Sweetness was only heartache's camouflage,  
The love I saw in you was just a mirage.  
We used to meet in romantic places,  
Oh, you gave the illusion that your love was  
real.  
Now all that's left are lipstick traces  
From the kisses you only pretended to feel.  
And now our meetings you avoid,  
And so my world you have destroyed.  
Just a minute ago your love was here,  
All of a sudden it seemed to disappear, yeah.  
The way you wrecked my life was like sabotage,  
The love I saw in you was just a mirage.  
You only filled me with despair  
By showin' love that wasn't there.  
Just like the desert shows a thirsty man  
A green oasis where there's only sand,  
You lured me into something I should have

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'Motown in Love': Book explores lyrics from company's greatest hits Michigan Chronicle (Detroit) November 8, 2006 -  
November 14, 2006

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LOAD-DATE: August 13, 2007

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Page 02

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Michigan Chronicle (Detroit)

June 21, 2006 - June 27, 2006

SECTION: ENTERTAINMENT;Pg. D1 Vol. 69 No. 40

ACC-NO: 7378

LENGTH: 1373 words

HEADLINE: MOTOWN REMAKES: One reason the sound is 'forever'

BYLINE: Holsey, Steve

BODY:

ABSTRACT

LUTHER VANDROSS was a regular "dipper." Among the Motown gems he covered were the Temptations' "Since I Lost My Baby," Marvin Gaye and Tammi Terrell's "If This World Were Mine" (with Cheryl Lynn), Stevie Wonder's "Creepin'" and, in partnership with Mariah Carey, Diana Ross and Lionel Richie's "Endless Love."

SEVERAL artists have ventured into the Supremes songbook. Donnie Elbert had a national Top 10 hit in 1971 with "Where Did Our Love Go?" Al Green said he loved recording "Up the Ladder to the Roof." Melissa Etheridge served up a raw, rock-edged rendition of "Love Child." Phil Collins had a huge hit in 1982 with "You Can't Hurry Love." Vanilla Fudge took "You Keep Me Hangin' On" into heavy rock territory. Margie Joseph gave "Stop! In the Name of Love" a slow, dramatic reading. And Luther Vandross sang "Reflections" as only he could.

STEVIE WONDER'S vast catalogue is always "ripe for pickin'." Ray Charles sang "Living for the City" like he really meant it Mary J. Blige was charmingly nice on "Overjoyed." It was unexpected when the adventurous Red Hot Chili Peppers decided to have a go at "Higher Ground." [Randy Crawford] did a version of "Joy Inside My Tears" that surely won Stevie's approval. Remember O'Bryan's rendition of the lovely "You and I"? Barbra Streisand put heart and soul into "All in Love is Fair," as did [Nancy Wilson]. Linda Clifford did a powerful version of "If It's Magic."

FULL TEXT

Without question, Motown is the most written about company in the history of the record business. It has been celebrated and analyzed more times than anyone could count And no other record company has had at least a dozen books written about it not to mention autobiographies by several of the artists.

The title of the famous, Emmy Award-winning television special from 1983 was "Motown 25: Yesterday, Today, Forever." One of the reasons it is forever, aside from the majesty of the music, is that the songs are remade so frequently. For example, a short while back, Michael McDonald did an album of Motown covers (titled "Motown") that resulted in his first Gold album in a long time. (Not surprisingly, a second volume followed.)

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Most artists who have been around awhile - and a number of recent arrivals - have dipped into the bountiful Motown catalogue.

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Barry White developed a drastically different arrangement for the Four Tops' "Standing in the Shadows of Love," turning it into a lengthy soul symphony. Meanwhile, Carl Carlton gave the Tops' first hit, "Baby I Need Your Loving," a Caribbean spin. Johnny Rivers had a pop hit with the same song. And much to everyone's surprise, superdiva Barbra Streisand offered an effective rendition of the Tops' 1965 hit "Shake Me, Wake Me (When It's Over)."

Al Jarreau and Randy Crawford were a delight with Marvin and Tammi's "Your Precious Love." Tina Turner and Rod Stewart had fun with Marvin Gaye and Kim Weston's always popular "It Takes Two." Sister Sledge took a chance (and, truthfully, came up a bit short) by doing a remake of the Mary Wells classic, "My Guy." The Doobie Brothers charged right in there with their energetic interpretation of Kim Weston's "Take Me in Your Arms (Rock Me a Little While)."

Currently, Alicia Keys has a version of Brenda Holloway's "Every Little Bit Hurts" in release, and is receiving praise although the original was more passionate (and churchy).

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The songwriting prowess of Smokey Robinson has been talked about, celebrated and honored many times throughout the years. No surprise that so many songs he wrote and recorded with the Miracles have been remade.

Linda Ronstadt playfully admitted that she "stole every lick she could" when recording "Ooo Baby Baby" and "The Tears of My Tears." Kim Carnes had the second biggest hit of her career with "More Love," the song Smokey wrote for his wife, Claudette. (Carnes' biggest hit was, of course, "Bette Davis Eyes.")

In 1989, the duo 10db reached the Top 20 with their version of "I Second That Emotion." In 1982, A Taste of Honey made it to No. 9 with "I'll Try Something New." (Which, by the way, is yours truly's all-time favorite Miracles song.) En Vogue confirmed how talented they were when they sang "Who's Lovin' You," featured on their introductory album.

THE TEMPTATIONS have been on the national R&B and Pop charts well over a hundred times since 1962, and probably are flattered whenever someone decides to re-do one of their songs.

Al Green's version of "I Can't Get Next to You" was completely different than the Temps' original. In Green's hands the uptempo, Sly Stone-influenced song became a slow blues. Etta James put her funky spin on the already funky "Shakey Ground." The Ramee Allen Group recorded "Just My Imagination (Running Away With Me)," but altered it to "Just My Salvation (Burning Inside of Me)." The Rolling Stones sang "Ain't Too Proud to Beg" in their own way.

You never know who is going to sing a Motown song. Barry Manilow offered a very well done interpretation of Martha & the Vandellas' "My Baby Loves Me." Aretha Franklin did a great job on Marvin and Tammi's "You're All I Need to Get By." She also recorded their "Ain't Nothing Like the Real Thing." The Carpenters added yet another hit to their repertoire with the Marvelettes' "Please Mr. Postman."

MOTOWN REMAKES: One reason the sound is 'forever' Michigan Chronicle (Detroit) June 21, 2006 - June 27, 2006

James Taylor did justice to Marvin Gaye's "How Sweet It Is (To Be Loved By You)." Nancy Wilson was sultry (as usual) singing "Come Get to to This." Rockers Van Halen went into the studio for a remake of "Dancing in the Street." Patti LaBelle saw the merit in DeBarge's "All This Love," so she recorded it, too.

STEVIE WONDER'S vast catalogue is always "ripe for pickin'." Ray Charles sang "Living for the City" like he really meant it Mary J. Blige was charmingly nice on "Overjoyed." It was unexpected when the adventurous Red Hot Chili Peppers decided to have a go at "Higher Ground." Randy Crawford did a version of "Joy Inside My Tears" that surely won Stevie's approval. Remember O'Bryan's rendition of the lovely "You and I"? Barbra Streisand put heart and soul into "All in Love is Fair," as did Nancy Wilson. Linda Clifford did a powerful version of "If It's Magic."

Wow, the Motown remakes phenomenon seems to be without end.

During the years of the British Invasion, the Dave Clark Five had a big hit with their distinctive version of the Contours' raucus "Do You Love Me (Now That I Can Dance)?" Rod Stewart, with his unique gravely voice, slowed the pace on the Isley Brothers' "This Old Heart of Mine (Is Weak For You)." Mariah Carey had a No. 1 hit with the Jackson 5's "I'll Be There." (Her partner was Trey Lorenz.)

Chaka Khan sang loud and strong on Michael Jackson's "Got To Be There." (It wae surprising to learn that she didn't actually like the song, but her record company and producer were persuasive.) Linda Ronstadt had a hit with the Martha & the Vandellas classic "Heat Wave." Both Candi Staton and Grace Jones have recorded the Marvelettes' "The Hunter Gets Captured by the Game."

And then, of course, there is "I Heard It Through the Grapevine." First it was a No. 1 smash for Gladys Knight & Pips. Then about a year later, it was No. 1 for Marvin Gaye in slower form. The rock band Creedence Clearwater Revival was the next to score with the song, and then it became a hit for the fourth time, by Roger. It even became popular on a television commercial - performed by the California Raisins!

Motown is indeed forever.

LOAD-DATE: August 13, 2007

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# DAILY NEWS

NEW YORK'S HOMETOWN NEWSPAPER

Daily News (New York)

January 8, 2006 Sunday  
SPORTS FINAL EDITION

**SECTION:** SUNDAY NOW; IN THE CASINOS; Pg. 40

**LENGTH:** 587 words

**HEADLINE:** THE MIRACLE OF LOVE. Motown legend Smokey Robinson is tuning up for some special nights

**BYLINE:** BY PHIL ROURA

**BODY:**

The decade was the '60s. Groups of young African-American singers were coming out of high schools and off street corners to try to make it big on Dick Clark's "American Bandstand" or Cousin Brucie's radio show. At the same time, they were hoping to attract the attention of an up-and-coming record company called Motown.

Today, it's common knowledge that Berry Gordy turned Motown into an icon of the music industry. But it was a young R&B singer by the name of Smokey Robinson who helped launch the label into the stratosphere. Fronting a high school group called the Miracles, Robinson brought them along to the famous label and it immediately began to pay dividends.

What followed was an unprecedented series of 70 Top 40 hits - both with the Miracles and solo - from 1959 through 1990 that propelled Robinson into the status of legend. Who of that era can forget songs like "Shop Around," "You've Really Got a Hold on Me," "Ooo Baby Baby," "More Love" and the superhit "I Second That Emotion" in 1967? By the time the '80s ended, Robinson was one of Motown's top execs.

But while the R&B sound Robinson and the Miracles produced was embraced by youths in America's black neighborhoods, Robinson has always insisted that he wasn't writing solely for one ethnic class.

"We set out to make music for people of all races and nationalities," he once told Rolling Stone, while reminiscing about his career. "Not to make black music - we just wanted to make good music that would be acceptable to all circles.

"All we were doing was putting out good songs on good tracks, songs that anybody could relate to. We had good, solid songs that would fit your particular life situation, whatever you happened to be. And that made a world of difference."

Robinson has maintained that universality in his music - even now at age 65 when he is long past cutting hit records. He is expected to sell out the Superstar Theater at Resorts on Saturday and next Sunday nights.

"My songs are written about love," he noted. "It's an everlasting subject. Love always has significance and it never goes out of style."

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THE MIRACLE OF LOVE. Motown legend Smokey Robinson is tuning up for some special nights Daily News (New York) January 8, 2006 Sunday

As for his unique voice, he describes it as being like "sleeping in" or "like butter on a biscuit."

But life wasn't always biscuits and butter for the crooner. Like hundreds of other artists, coping with fame wasn't easy.

In "Smokey: Inside My Life," his 1989 autobiography with writer David Ritz, Robinson is candid about his struggles with his personal demons - his extramarital affairs and his two years of intense cocaine use in the 1980s.

"I wrote it because it was God's will," he told writer Jon Young at the time. "I was saved from drugs in 1986 when my pastor prayed for me. I never went to rehab or to a doctor. It was a miracle healing from God, so that I could carry the message about the perils of drugs. At the time I was saved, I was already dead. You are now speaking to Lazarus."

A member of both the Rock and Roll Hall of Fame and the Songwriters Hall of Fame and Museum, Robinson received the -National Medal of Arts award, the highest citation a performer can receive from the country, from President Bush in February 2003.

Besides his two nights at Resorts -later this week, Robinson will be one of 50 featured performers to appear in a special tribute being taped at the Kodak Center in Los Angeles on Jan. 26. Then, he will star in a gala at the Music Hall in Detroit the night before the Super Bowl on Feb. 5 - the city where he was born on Feb. 19, 1940.

The legend is proving that yes, indeed, you can go home again.

**GRAPHIC:** WHEN SMOKEY SINGS '60s hitmaker Robinson is set to perform at Resorts.

**LOAD-DATE:** January 9, 2006

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Michigan Chronicle (Detroit)

March 9, 2005 - March 15, 2005

SECTION: Pg. D1 Vol. 68 No. 25

ACC-NO: 7378

LENGTH: 1571 words

HEADLINE: Motown after the golden era

BODY:

ABSTRACT

THE TEMPTATIONS and the Supremes continued, though with a series of personnel changes. The Temps did very well in the 70s and beyond with songs like "Superstar (Remember How You Got Where You Are)," "Papa was a Rollin' Stone," "Shakey Ground" and "Treat Her Like a Lady." The Supremes, meanwhile, were chart regulars with "Up the Ladder to the Roof," "Floy Joy," "Everybody's Got the Right to Love" and others.

RICK JAMES came storming out of the "new Motown" to introduce a hard-hitting form of R&B he called "punk funk." With his long braids flowing and attitude in everybody's face, James made a huge impact, starting with his first hit in 1978, "You and I." After that came "Mary Jane" (extolling the virtues of marijuana), "Give it to Me Baby," "Cold Chilled" and, of course, the now almost infamous "Super Freak," among others.

Several former members of the Temptations had hits in the 80s, namely Eddie Kendricks ("Keep on Truckin'," "Can I," "Boogie Down"), David Ruffin ("Walk Away From Love," "Heavy Love"..... "My Whole World Ended" was a posthumous release), and Dennis Edwards ("Don't Look Any Further").

TEXT

Motown Record Corporation, the company that gave the world the second thing Detroit is most famous for, is now and will forever be most celebrated for its 1960s heyday.

That is when a legendary roster of exciting artists, aided tremendously by an army of amazing writers, producers, musicians, choreographers, "groomers," etc., regularly topped the charts, at times dominating them.

It seems almost unnecessary to name the artists, but we will anyway. These icons of Motown's golden era include Smokey Robinson & the Miracles, the Supremes, Marvin Gaye, the Temptations, Stevie Wonder, Martha & the Vandellas, the Four Tops, the Marvelettes, Gladys Knight & the Pips, Jr. Walker & the All Stars and Mary Wells.

And then there were the second-level acts such as the Contours, the Spinners, Syreeta, the Velvelettes, the Originals, Tammi Terrell, the Elgins, Edwin Starr, Jimmy Ruffin, Kim Weston, Bobby Taylor & the Vancouvers, the Isley Brothers, the Monitors, Brenda Holloway and Shorty Long.

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What a downer it was for Detroit when Motown pulled up stakes and headed for California in the early 70s. In many respects it was an insult, and a lot of people here have never found it in their hearts to be forgiving fully, if at all. (Some artists, including the Four Tops, Martha Reeves & the Vandellas, the Contours, two of the Pips and several musicians chose to continue living in Detroit.)

Clearly, Motown lost most of its magic when it bid farewell to the place of its birth, and there was no longer a "Motown sound." But that didn't stop the company from having regular hits throughout the 70s and 80s.

THE JACKSON 5 were just what Motown needed to take the lead in the company transitioning from the glorious 60s to the uncertain 70s. From late 1969 through 1972, the five brothers, with the amazing Michael Jackson up front, were Motown's most popular act, scoring repeatedly with chart toppers such as "I Want You Back," "ABC," "I'll Be There" and "Never Can Say Goodbye."

Motown wasn't about to pass up an opportunity to also record Michael Jackson as a solo act. He, too, had a long string of major hits. "Got to be There," "Ben," "I Wanna be Where You Are" and a remake of the 50s hit "Rockin' Robin" were among them.

Meanwhile, Jermaine Jackson clicked with his version of another 50s classic, "Daddy's Home," and later, "Let's Get Serious."

The Commodores, a self-contained group, came roaring out of Tuskegee, Ala., and had non-stop hits from the mid-70s to the end of the decade and a little beyond. "Just to be Close to You," "Brick House" and "Easy," among others, are still popular.

As with the Jackson 5, there was a major star within the Commodores, both as lead singer (almost all of the time) and songwriter -- Lionel Richie. He became a superstar almost immediately after going solo, with one hit after another, including "All Night Long (All Night)," "Hello," "You Are" and the soundtrack song that earned him an Academy Award, "Say You, Say Me."

THE TEMPTATIONS and the Supremes continued, though with a series of personnel changes. The Temps did very well in the 70s and beyond with songs like "Superstar (Remember How You Got Where You Are)," "Papa was a Doolin' Stone," "Shakey Ground" and "Treat Her Like a Lady." The Supremes, meanwhile, were chart regulars with "Up the Ladder to the Roof," "Floy Joy," "Everybody's Got the Right to Love" and others.

When the Miracles hired Billy Griffin, he said, "I am not Smokey Robinson's replacement. No one could replace Smokey Robinson. I am the Miracles' new lead singer." They had a huge hit with "Love Machine," plus two other Top 10 hits, "Do It Baby" and "Don't Cha Love It."

Everyone knew that Smokey Robinson and Diana Ross would have no trouble as solo acts. Robinson utilized the same smooth magic that had been key in Smokey Robinson & the Miracles having so many hits, Smokey alone had chart sizzlers like "Being With You," "Crusin'" and "Baby Come Close."

What can you say about Diana Ross? She was already a superdiva. Now she stepped up to megastardom, even received an Oscar nomination. But it was far from just being about glitz and glamour. Ross racked up an impressive string of major hits, including "Reach Out and Touch (Somebody's Hand)," "Touch Me in the Morning," "Love Hangover," "Upside Down" and the beautiful duet with Lionel Richie, "Endless Love."

RICK JAMES came storming out of the "new Motown" to introduce a hard-hitting form of R&B he called "punk funk." With his long braids flowing and attitude in everybody's face, James made a huge impact, starting with his first hit in 1978, "You and I." After that came "Mary Jane" (extolling the virtues of marijuana), "Give it to Me Baby," "Cold Blooded" and, of course, the now almost infamous "Super Freak," among others.

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Through Rick James came the lady who would go on to become the queen of blue-eyed soul, Teena Marie. Right from the start "Lady T" was embraced fully by the Black community. They knew she was real and made songs like "Square Biz," "I'm a Sucker for Your Love," "Portuguese Love," "Fire and Desire" (a duet with James) and "I Need Your Lovin'" big hits.

Motown made another great discovery with a talented family from Grand Rapids called the DeBarges. Could they have success anything like that of the Jackson 5? DeBarge didn't make it that far, but from the early- to mid-80s the group was very successful, winning the approval of record buyers with "Time Will Reveal," "All This Love" and "Rhythm of the Night," to name three.

To the Motown decision-makers it made sense to have lead singer El DeBarge to also record alone -- kind of a two-for-one stock split -- which he did with success. "Who's Johnny?" and "Love Always" were two of his hits.

Two other members of the DeBarge family, Bobby and Tommy, were in another Motown group, Switch, who had three Top 10 hits, "There'll Never Be," "I Call Your Name" and "Love Over and Over Again."

AND THEN there were four beautiful and talented ladies called the Mary Jane Girls, brought forth by Rick James. They were exciting and sexy, but a lot less wild than James. "All Night Long," "In My House" and "Candy Man" are fondly remembered.

Several former members of the Temptations had hits in the 80s, namely Eddie Kendricks ("Keep on Truckin'," "Can I," "Boogie Down"), David Ruffin ("Walk Away From Love," "Heavy Love"....."My Whole World Ended" was a 1969 release), and Dennis Edwards ("Don't Look Any Further").

High Inergy, a lively quartet of young ladies from Pasadena, started out with a bang with "You Can't Turn Me Off (In the Middle of Turning Me On)," but could never again come close to equaling that success.

Stevie Wonder and Marvin Gaye enjoyed their greatest success in the 70s. Wonder was in full bloom, both artistically and commercially. During that decade he recorded what many consider to be his finest four albums (in succession): "Talking Book," "Innervisions," "Fulfillingness' First Finale" and "Songs in the Key of Life."

Gaye, meanwhile, gave the world an extraordinary album, with far-reaching social and spiritual dimensions, titled "What's Going On." No one had ever heard anything like it before and no one has since. But a year or so later, Gaye felt the need to explore his sensual side and did so with the incredible "Let's Get It On," with its irresistible groove and straight-to-the-point lyrics. He also hit No. 1 in the 70s with "I Want You" and "Got to Give it Up."

UNDISPUTED Truth had a huge hit with "Smiling Faces Sometimes," as did Edwin Starr with his explosive "War" and the White soul/rock band Rare Earth with their rendition of "Get Ready."

The Boys, four cute and talented very young brothers from Northridge, Calif., with Muslim names came on strong for a while, from 1988 to 1990, clicking with "Dial My Heart," "Lucky Charm" and "Crazy."

Today, Motown is not a company, per se. It is one of several labels owned by a giant corporation. Among those recording as "Motown artists" today are Brian McKnight, Erykah Badu, Kem, India.Arie and veterans Stevie Wonder and the Temptations.

This story is not intended to be a comprehensive examination of Motown after its golden era, but, rather, an overview to drive home the point that Motown is not just about the 1960s.

Article copyright Michigan Chronicle Publishing Company, Inc.

Photograph (Jackson 5, musical group)

Motown after the golden era Michigan Chronicle (Detroit) March 9, 2005 - March 15, 2005

LOAD-DATE: August 13, 2007

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Michigan Chronicle (Detroit)

December 28, 2004 - January 4, 2005

**SECTION:** Michigan Chronicle; Pg. D-1 Vol. 68 No. 1

**ACC-NO:** 7378

**LENGTH:** 1080 words

**HEADLINE:** Reflections

**BODY:**

**ABSTRACT**

Among them: "If This World Were Mine" (first Marvin Gaye and Tammi Terrell, then Luther Vandross and Cheryl Lynn), "Endless Love" (Diana Ross and Lionel Richie, later Luther Vandross and Mariah Carey), "Please Mr. Postman" (the Marvelettes, the Carpenters), "Baby I Need Your Loving" (the Four Tops, Carl Carlton), "I'll Be There" (the Jackson 5, Mariah Carey), "Where Did Our Love Go?" (the Supremes, Donnie Elbert).

"If I Were Your Woman" (Gladys Knight & the Pips, Stephanie Mills), "You've Made Me So Very Happy" (Brenda Holloway, Blood, Sweat & Tears), "Can I?" (Eddie Kendricks, David Peaston), "I'll Try Something New" (the Miracles, A Taste of Honey), "You Can't Hurry Love" (the Supremes, Phil Collins), "Got to be There" (Michael Jackson, Chaka Khan), "Since I Lost My Baby" (the Temptations, Luther Vandross).

MEMORIES: "Adore" (Prince), "Head to Toe" (Lisa Lisa & Cult Jam), "It Only Takes a Minute" (Tavares), "The Show" (Doug E. Fresh & the Get Fresh Crew), "Trying to Hold on to My Woman" (Lamont Dozier), "Get on the Dance Floor" (Rob Base & D.J. E-Z Rock), "Treat Her Like a Lady" (the Temptations), "Slip Away" (Clarence Carter), "I Am Love" (Jennifer Holliday), "Miss You Much" (Janet Jackson).

**FULL TEXT**

In addition to being the most successful independent record company of all time, the most successful Black-owned record company, and the company that has had the most books written about it, Motown is likely to be the company with the most hits remade by artists from other companies.

Among them: "If This World Were Mine" (first Marvin Gaye and Tammi Terrell, then Luther Vandross and Cheryl Lynn), "Endless Love" (Diana Ross and Lionel Richie, later Luther Vandross and Mariah Carey), "Please Mr. Postman" (the Marvelettes, the Carpenters), "Baby I Need Your Loving" (the Four Tops, Carl Carlton), "I'll Be There" (the Jackson 5, Mariah Carey), "Where Did Our Love Go?" (the Supremes, Donnie Elbert).

"I Can't Get Next to You" (the Temptations, Al Green), "You're All I Need to Get By" (Marvin Gaye and Tammi Terrell, Aretha Franklin), "I Heard It Through the Grapevine" (Gladys Knight & the Pips and Marvin Gaye, then Roger), "The Tracks of My Tears" (the Miracles, Johnny Rivers), "Take Me in Your Arms (Rock Me a Little While)"

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(Kim Weston, the Doobie Brothers).

"If I Were Your Woman" (Gladys Knight & the Pips, Stephanie Mills), "You've Made Me So Very Happy" (Brenda Holloway, Blood, Sweat & Tears), "Can I?" (Eddie Kendricks, David Peaston), "I'll Try Something New" (the Miracles, A Taste of Honey), "You Can't Hurry Love" (the Supremes, Phil Collins), "Got to be There" (Michael Jackson, Chaka Khan), "Since I Lost My Baby" (the Temptations, Luther Vandross).

And that's just some of the hit remakes that were singles. The listing is far longer when you add the Motown songs that have been featured on albums by non-Motown artists.

WITH ALL due respect to talented Missy Elliott and everyone else connected with her new reality TV show, "The Road to Stardom With Missy Elliott," I would give it a 5 out of a possible 10. On some levels the debut show was interesting, but I felt that none of the 13 finalists had anything significant to offer. It was hard to believe that this was the cream of the crop from thousands of people who auditioned.

With his new gospel album, Ruben Studdard is sending out the "good news." Well, he also received some good news of his own. "I Need an Angel" wasted no time in finding its way to the No. 1 spot on the national Gospel Albums chart. Of course, many, if not most, of the people who are buying the album do not ordinarily buy gospel albums. They just like the "American Idol" winner from the season before last.

Perhaps inspired by the phenomenal success of "Genius Loves Company," the Ray Charles all-duets album, Dionne Warwick's next release, "My Friends And Me," will also be a duets collection. Among those singing with Warwick will be Patti LaBelle, Stevie Wonder, George Benson, Elton John, Gladys Knight and the members of Destiny's Child -- Kelly Rowland, Michelle Williams and Beyonce -- individually.

The album is being produced by Damon Elliott, Dionne Warwick's son. If his name sounds familiar, it might be because one of his many accomplishments is having co-written one of Luther Vandross' biggest hits, "Here and Now."

FANTASIA says she is appreciative of all the wonderful things that have been happening to her since winning the "American Idol" competition, but there is one thing she is still looking forward to -- meeting Aretha Franklin. Of the Queen of Soul, Tasia said, "Aretha can't be duplicated. She can't be imitated. Nobody can come behind that woman."

Recently, Kenneth "Babyface" Edmonds visited the Motown Historical Museum, on West Grand Boulevard. While there, he did an interview with "Motown for the Record," the museum's newsletter.

"Motown changed me," he said. "It made me want to do that. No one will ever follow totally in Berry Gordy's shoes. It is something that can't be repeated. I'm proud to be here and feel some of the magic that happened here. It's all magic, the talent that came out of this place. That's miracle stuff. It's affected everyone."

Usher, known for being a sharp and trendy dresser, is joining the growing list of recording artists introducing their own line of clothing.

BETCHA DIDN'T KNOW..... that the Platters' classic "The Great Pretender" was the first R&B song to reach No. 1 on the national Pop Singles charts. That was in 1955.

MEMORIES: "Adore" (Prince), "Head to Toe" (Lisa Lisa & Cult Jam), "It Only Takes a Minute" (Tavares), "The Show" (Doug E. Fresh & the Get Fresh Crew), "Trying to Hold on to My Woman" (Lamont Dozier), "Get on the Dance Floor" (Rob Base & D.J. E-Z Rock), "Treat Her Like a Lady" (the Temptations), "Slip Away" (Clarence Carter), "I Am Love" (Jennifer Holliday), "Miss You Much" (Janet Jackson).

BLESSINGS to Don Davis, Kelvyn Ventour (thanks!), Doris A.D. Richardson (thanks to you too!), Barbara J. Burton, Romelle Higgins Galloway, David Humphries, Deborah Smith Pollard, Robert Brown, Shirleen Fort, Galen

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Pauling, Paul Lee and Greg Hendricks.

WORDS OF THE WEEK, from Abby: "The poorest reason for doing something is because you're afraid of what others might think."

Let the music play!

(Steve Holsey may be reached at Sv517@aol.com or P.O. Box 02843, Detroit, MI 48202.)

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Photograph (Steve Holsey; Lionel Richie; Chaka Khan; Missy Elliott; Babyface Edmonds)

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Ethnic NewsWatch  
Baltimore Afro-American

October 15, 2004

**SECTION:** Vol. 113; No. 7; Pg. 1

**SLI-ACC-NO:** 1104F2LS 023 000052

**LENGTH:** 877 words

**HEADLINE:** Motown's Funk Brothers at Gordon Center

**BYLINE:** Culbertson, D.C.

**BODY:**

What musical group played on more No. 1 hit recordings than the Beach Boys, Rolling Stones, Elvis Presley and Beatles combined, yet their identities were unknown to the general public until only two years ago?

Give up?

It was the Funk Brothers, the house band at Detroit's famed Motown Records from 1959 to 1972. It wasn't until 2002, when Paul Justman's documentary about them, "Standing in the Shadows of Motown," was released that their identities were finally revealed. They've since regrouped, won a Lifetime Achievement Award from the Grammys, and are touring to give people a chance to finally get acquainted with them in person. One of the stops on their current tour is Owings Mills' Gordon Center, where they'll give two shows on Oct. 9.

Before Berry Gordy Jr. founded Motown, he called on various members of the jazz community, who regularly backed local artists and played in local clubs, to back up his productions. They were collectively known as the Joe Hunter Band, after their leader, pianist Hunter, and the group also included bassist James Jamerson, guitarists Eddie Willis, Robert White and Joe Messina, drummer Benny Benjamin and percussionist Jack Ashford.

When the label was founded in 1959, Gordy hired the group as the label's house band and that's where they played until 1972, when the label was moved to Los Angeles, although the group went through a number of personnel changes.

Their name allegedly came from Shorty Long, who often announced, "Today, we ain't playin' nuthin' but funk, brothers!" but this is not known for sure.

Unlike the resident band for the Memphis-based Stax label, Booker T & The MG's, the Funk Brothers remained unknown to the general public despite the fact

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that they were backing some of the biggest hit-makers of the day, including the Four Tops, the Temptations, Stevie Wonder and the Supremes. Because they were under contract as salaried Motown employees, they had to be careful about taking any outside jobs in case Gordy might hear about them. Gordy did not credit them on albums, nor did he let them record under their own name or tour for fear that he might lose them.

Earl Van Dyke later recalled, "Berry Gordy was so tight on us, he never let us out of the country. There was a separate touring band that backed the Motortown Revue, led by Choker Campbell or George Bohannon, but the Funk Brothers on tour? No way!"

Instead, Gordy kept the group busy cutting singles and album tracks in the studio. In addition, many of the Funks filled their off-duty hours jamming at a local nightclub, and often, they would just be winding down at 2 a. m. when they would get a call saying they were needed at the studio.

After Motown left Detroit, the Funk Brothers disbanded, some finding work while others struggled to survive, and some even stopped playing. Then writer Allan Slutsky, who was researching a book on Motown-style bass playing, contacted Jamerson's widow, who introduced him to the surviving Brothers.

"I knew I had stumbled onto something special," Slutsky said. "Something that was a once-in-a-lifetime story. This was like the last un-mined story of rock and roll. They were virtually the greatest hit machine in the history of recorded music, and nobody knew who they were."

Slutsky ended up befriending the group members and spending a large amount of time and money interviewing them for a book. The result was *Standing in the Shadows of Motown*, published in 1989, which won a Ralph J. Gleason Music Book Award from Rolling Stone and BMI.

"That's when I started thinking that maybe there is a movie in this," said Slutsky. He started looking for funding and in 2000, after 11 years, finally got it. For the movie, he had the brothers not only tell their stories but play together as a group again for the first time in 30 years.

"It was a scary thing," he admitted. "Some of these guys hadn't played in years. Some hadn't even picked up their instrument. They had not played as a group in three decades."

In addition, a number of them were ill. But that's virtually impossible to tell from the movie, which was filmed over six days in Detroit's Royal Oak Music Theater and includes footage of them backing singers ranging from Chaka Khan to Joan Osbourne.

"When we filmed the music parts, friends and family were invited," said Funk Brother Bob Babbitt. "At any given time, there were 100-200 people. You could see their reaction when we played, and I don't care how old they were. We had kids jumping up and down and dancing and screaming. It was such a great feeling."

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Motown's Funk Brothers at Gordon Center Baltimore Afro-American October 15, 2004

In addition to Babbitt, 12 of the Funk Brothers were portrayed in the book and movie: Joe Hunter, Jack Ashford, Eddie Willis, Joe Messina, Uriel Jones, and deceased members James Jamerson, Earl Van Dyke, Johnny Griffith, Eddie "Bongo" Brown, Robert White, William "Benny" Benjamin and Richard "Pistol" Allen.

The Funk Brothers will perform at 7:30 and 9:45 p. m. at the Gordon Center for Performing Arts, 3506 Gwynnbrook Ave., Owings Mills. Tickets can be ordered by calling the center at 410-356-SHOW.  
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LOAD-DATE: December 6, 2004

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New Pittsburgh Courier (Pennsylvania)

June 9, 2004 Wednesday  
City Edition

**SECTION:** Pg. B4 Vol. 95 No. 46 ISSN: 1047-8051

**ACC-NO:** 58801

**LENGTH:** 1464 words

**HEADLINE:** Cover To Cover

**BODY:**

**ABSTRACT**

"The Motown Music Machine A Candid Look At Motown's Success Formula" by Harold Keith Taylor, a Detroit native who now lives in Pittsburgh. Taylor's book talks about the practices and principles Berry Gordy used to propel Motown to greatness, and how these principles can be successfully used today. Gordy created a no-nonsense work environment that allowed every employee to participate in Motown's success. Taylor doesn't romanticize Motown; he gives a practical, realistic viewpoint of it.

Taylor was hired as a 17-year-old recording engineer trainee in the '60s at the celebrated record company and worked himself to Motown Recording engineer... "My perspective is unlike any other, because I was, for the most part, an observer," says Taylor. "I speak as someone who was able to watch objectively from the recording booth. Motown made music history while I was there, and I had a front row seat."

"Divas Inc." by Donna Hill, ESSENCE best-selling author of "In My Bedroom." Tiffany Lane and Chantal Hollis are bona fide divas--in every sense of the word. They've also been Margaret Drew's best friends since they were children. Margaret has always been the plain Jane of the threesome, living vicariously through the exploits of her friends. But when Tiffany and Chantal head to Europe on an extended vacation, leaving Margaret to tend their apartments, she decides to see how the other half lives. Co-opting their apartments, their boyfriends (current and past) their fabulous lifestyles, and Tiffany's very savvy pooch, Virginia, Margaret feels as though she has finally found the life she's always wanted and deserved. But her double life begins to catch up with her and she might soon be homeless, manless and friendless, all in one swoop.

**FULL TEXT**

"Paperboy" is a fully illustrated children's book authored by Omari Jeremiah, a 13-year-old African-American boy. This is a book that every parent, grandparent, teacher and mentor will want to give to those they care about. But more importantly it empowers Omari by giving him a big success early in life: and, it is a great tool for helping get young people, especially young Black males between the key ages of 10 to 15, interested in reading.

"This is perhaps a first in American publishing: a children's book actually written by a child," Rob Morton,

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president of Morton Books, said. "Omari wrote this book and created these wonderful characters when he was only 12. This is a young man with a tremendous imagination. The incredible imagination and wisdom of this 13-year-old wunderkind will astound you. We at Morton Books are overjoyed to be able to introduce him to the world."

"Paperboy" can be purchased at [www.amazon.com](http://www.amazon.com) or [www.robmorton.com](http://www.robmorton.com).

"Joe Louis, My Champion" by William Miller, illustrated by Rodney S. Pate, is a heartfelt tribute to the first African-American regarded as a hero by all Americans. Louis' enduring legacy of determination and perseverance is sure to inspire readers to find and fulfill their dreams.

It's the spring of 1937, and anticipation for the heavyweight title fight between Joe Louis and James Braddock is at a fever pitch. Sammy can hardly contain his excitement. He knows his hero, Louis, will soon be the boxing champion of the world.

Although he isn't big and strong, Sammy wants to be a boxer, just like Louis, whose fame and success are a source of great pride and hope for African-Americans. Only after Sammy realizes the significance of Louis' victories in the ring does he understand the true meaning of being a champion.

"The Motown Music Machine A Candid Look At Motown's Success Formula" by Harold Keith Taylor, a Detroit native who now lives in Pittsburgh. Taylor's book talks about the practices and principles Berry Gordy used to propel Motown to greatness, and how these principles can be successfully used today. Gordy created a no-nonsense work environment that allowed every employee to participate in Motown's success. Taylor doesn't romanticize Motown; he gives a practical, realistic viewpoint of it.

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In conjunction with publication is the launch of the Divas Inc. Society. The society is based on the underlying message of DIVAS INC. The society boasts a dynamic group of female members across the country. Membership is by invitation only and prospective divas must submit a short bio describing their diva credentials and their potential contributions to the society to [www.divasincociety.org](http://www.divasincociety.org).

"Better Than I Know Myself" by best-selling authors Virginia DeBerry and Donna Grant traces the intertwining paths of three women who come from very different worlds, who never expected that a chance encounter during their freshman year at college would be the beginning of three decades of a stormy but unbreakable bond between them.

Despite their differences, it is their search for individual identity and ultimately the growth that comes from it, that is at the heart of the friendship forged by the three--a friendship that sees them through the best and worst of their teens, 20s and 30s. As we follow the three friends through the highs and lows over three stormy decades, the authors show how their powerful bond connects and strengthens them as they face the challenges of drug addiction, fame, secrets from the past, sickness, betrayal and the darkest things women can face.

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It is a touching and compelling work about life, love, mistakes, survival and the powerful connection with those in our lives who anchor us through our greatest joys and our darkest hours.

"Like The First Time" by best-selling author Francis Ray tells the inspiring story of three very different women whose strong friendship helps them overcome life's difficult obstacles to find their dreams through second chances.

The lives of these three women take a surprising turn when Lorraine tries Claire's homemade body lotion and distributes samples to her book club. The resounding reviews they give confirm Lorraine's idea that this product is something special-and marketable. After a little persuasion, she convinces Claire and Brooke to go into business together selling their remarkable beauty products. With nothing to lose and everything to gain, they start off on the road to success. But this road has a few more bumps than they expected, and they are going to have to rely on their instincts, courage and friendship to accomplish their dream. This is a story filled with love, forgiveness, healing and triumph.

"Black And Single: Meeting and Choosing A Partner Who's Right For You" by Larry E. Davis. Now in its revised and updated third edition, "Black and Single" has been the premier relationship guide for African-Americans for 10 years.

Filled with entertaining and thought-provoking examples from the real world of dating, it's a practical, one-of-a-kind tool to help you find the partner you've been seeking. Dr. Davis, a psychologist, and social worker, draws on his extensive knowledge of theory and practice to help you reconcile the conflicts both above and below the surface of intimate relationships. Inside:

How to determine your "Romantic Market Value" and "shop smart" in the romantic marketplace.

How to tell the difference between liking, lusting and loving.

How to manage competing expectations regarding romance and finance.

How to break free of traditional romantic roles.

How to use your power with style.

How to decide when--and when not--to have sex.

How to date and find a partner when you have children. And more.

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Photograph (Cover of Paperboy)

**GRAPHIC:** Photograph

**LOAD-DATE:** August 17, 2007

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The New York Post

June 5, 2004 Saturday

**SECTION:** All Editions; Pg. 85

**LENGTH:** 113 words

**HEADLINE:** NBC HAS BERRY GOOD MINISERIES

**BODY:**

A 12-hour series about the famed Motown Records music empire and its founder, Berry Gordy, is being developed for NBC.

"Berry Gordy's Motown" will dramatize Gordy's rise from Detroit's inner city to the head of an entertainment empire.

Gordy's artists included Diana Ross and the Supremes and Smokey Robinson and the Miracles.

The Temptations and Michael Jackson and the Jackson 5 also recorded for Motown.

The series isn't expected to air until the 2005-06 season.

Producer Suzanne de Passe, whose credits include "Motown Returns to the Apollo," the miniseries "The Temptations" and "The Jacksons: An American Dream," is developing the project with NBC. - Post Wire Services

**GRAPHIC:** The Jackson Five were among Berry Gordy's stable of stars at Motown Records.

**LOAD-DATE:** June 7, 2004

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UMG 00954

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June 3, 2004, Thursday

**SECTION:** NEWS; Pg. 1

**LENGTH:** 571 words

**HEADLINE:** NBC jams with 'Motown'

**BYLINE:** JOSEF ADALIAN

**BODY:**

Heard through the grapevine: Peacock is partnering with de Passe Entertainment for a 12-hour megamini about the history of the famed music factory, Motown, as seen through the eyes of founder Berry Gordy.

Suzanne de Passe will exec produce the ambitious project, designed to be what NBC calls a "limited series" along the lines of HBO's "Band of Brothers." Project, based on Gordy's autobiography "To Be Loved: The Music, The Magic, The Memories of Motown," will feature a soundtrack of Motown hits from artists such as the Jackson 5, the Temptations, Stevie Wonder, Diane Ross and Marvin Gaye.

"The story of Berry Gordy's Motown is the soundtrack of America," said NBC prexy of cable entertainment and cross-platform strategy Jeff Gaspin, who said he's been "working with Suzanne to make this happen for over two years."

"I can't think of a better way to bring excitement back to the miniseries genre," said Gaspin, who scored a success during the just-concluded season with "10.5," the blockbuster earthquake mini. "Look at 'American Idol' --- the best episodes are the Motown episodes. These performers still resonate with viewers," he told Daily Variety.

According to de Passe, the Berry project reps "the culmination of so many years of my life working with all the Motown-related subjects."

"What started in a tiny house in Detroit had cultural, social and political impact throughout the world," de Passe said. "(It's) the quintessential American success story."

Search has just started for a scribe --- or possibly scribes --- to pen a bible and episodes. If greenlit, the project isn't expected to air until the 2005-06 season.

While nothing's set in stone yet, one idea for a framing device for the mini is to recreate the famous Motown 25 TV special, in which a slew of the label's heavyweights reunited for a series of performances (including Jackson's moonwalk).

However the story is told, de Passe expects the project to begin with a depiction of the events "that led Mr. Berry to become the man who started Motown" and end with his decision to sell the company in 1988.

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NBC jams with 'Motown' Daily Variety June 3, 2004, Thursday

De Passe began working with Berry in 1968, starting out as his creative assistant. She helped birth the Motown-produced 1972 Billie Holiday biopic "Lady Sings the Blues," snagging an Oscar nom for co-writing the Diana Ross starrer.

While de Passe is close to many of the expected subjects of WMA-packaged "Berry Gordy's Motown," she said the mini won't be a sugarcoated version of events.

"It's going to be challenging to find the right balance between objectivity and subjectivity," she said. "(But) it's important that we be as honest and straightforward as possible in presenting the facts as we know them."

"Nothing I've experienced in my long association with many of these personalities was all good or all bad all of the time," she added. "It was life: Some things worked, some things didn't. But coming through is a story of vision and accomplishment and despair and all of the things that go with" building a company like Motown.

Development of the project will be supervised by Suzanne Coston, prexy of de Passe Entertainment, and NBC longform VP Stephen Bulka.

In addition to "Motown 25," Emmy and Peabody winner de Passe teamed up with NBC for "Motown Returns to the Apollo" and the mini "The Temptations." Her credits also include "The Jacksons: An American Dream," "Lonesome Dove" and "Buffalo Girls."

**LOAD-DATE:** June 3, 2004

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Page 153

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## THE KANSAS CITY STAR

Found on KansasCity.com

The Kansas City Star

May 17, 2004 Monday 1 EDITION

**SECTION:** D; Pg. 8

**LENGTH:** 191 words

**HEADLINE:** OTHER HIGHLIGHTS

**BODY:**

Motown 45(7 p.m. on 9): One of the most famous and influential record labels in music history is celebrated in this new two-hour special, featuring Lionel Richie and Cedric the Entertainer as hosts.

7th Heaven(7 p.m. on 62): Matt is torn between trying to save his marriage and starting things up again with ex-girlfriend Heather as the show's eighth season ends. Everybody Loves Raymond(8 p.m. on 5): A visitor stuns everyone else in the family by regarding Frank as his inspiration.

Las Vegas(8 p.m. on 41): Counterfeit money floods the Montecito as the series ends its first season.

The WB's Superstar USA(8 p.m. on 62): It's not exactly "American Idol," but it's close enough. This show inverts the process so that those with real talent are sent packing --while contenders of questionable ability are allowed to stay and vie for a \$100,000 recording contract.

Half & Half(8:30 p.m. on 29): Oscar winner Louis Gossett Jr. guest stars as Phyllis' latest beau in the sitcom's second-season finale.

CSI: Miami(9 p.m. on 5): The new episode sets up "CSI: New York," the franchise's latest drama (set to premiere in the fall).

**LOAD-DATE:** May 17, 2004

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Los Angeles Times

May 17, 2004 Monday  
Home Edition

**SECTION:** CALENDAR; Calendar Desk; Part E; Pg. 3

**LENGTH:** 268 words

**HEADLINE:** The Week Ahead;  
Motown, but not the same old songs

**BYLINE:** Greg Braxton

**BODY:**

More than 20 years after its 1983 broadcast, "Motown 25" remains a TV milestone.

The Emmy-winning special, which celebrated the legacy of the Detroit-born Motown sound, marked the first time that Michael Jackson danced his "moonwalk," cementing his status as a solo superstar.

Legendary artists such as Marvin Gaye and Stevie Wonder performed, a singing "battle" raged between the Four Tops and the Temptations, and Diana Ross and the Supremes had a tense reunion.

Tonight's two-hour ABC special, "Motown 45," honoring the label's 45th anniversary, is designed as an updated version of the 1983 show, but it's far from the same old song.

Gaye and some other key Motown artists have died, and others -- such as Jackson, the Jackson 5, Ross and Wonder -- did not participate this time around. The program, airing at 8 p.m., was taped last month at the Shrine Auditorium.

The Commodores appear, but not with former lead Lionel Richie, although he is on hand as cohost with Cedric the Entertainer. Kelly Rowland stepped in for Ross, singing with original Supremes Mary Wilson and Cindy Birdsong.

Though other Motown alumni such as Smokey Robinson, Gladys Knight, Martha Reeves and the label's house band, the Funk Brothers, do perform, most of the hits are sung by artists who were not associated with Motown, such as Wayne Brady, Michael McDonald, Nick Lachey, Joss Stone, Raven-Symone and Brian McKnight.

But it's the music that is most important, executive producer John Hamlin maintains.

"These people are singing the greatest music ever made, and it proves that these songs truly do live on," he said.

-- Greg Braxton

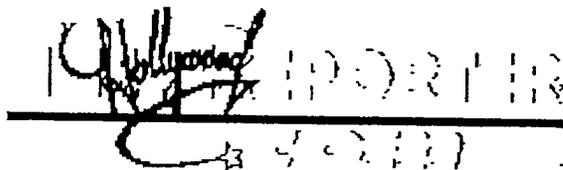
**GRAPHIC:** PHOTO: MINUS PIPS: Gladys Knight helps out at the bash. PHOTOGRAPHER: Rick Rowell

**LOAD-DATE:** June 28, 2004

Exhibit     A      
Page     65    

UMG 00958

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hollywoodreporter.com

May 6, 2004 Thursday

**SECTION:** NEWS; Music

**LENGTH:** 201 words

**SOURCE:** Online

**BYLINE:** Jonathan Cohen, Billboard.com

**BODY:**

NEW YORK -- Motown is emptying its archives into Apple's iTunes Music Store to mark its 45th anniversary. The famed label is making available the first 45 singles it issued as well as 45 hard-to-find albums from such superstars as Marvin Gaye, the Supremes and Diana Ross, the Four Tops and Smokey Robinson, among many others.

According to Motown, the "vast majority" of these albums are being made available for digital download for the first time. The promotion will run through May 25 and coincides with the May 17 ABC broadcast of the "Motown 45" TV special.

Among the singles being offered are Barrett Strong's 1959 track "Let's Rock," early Motown hits such as the Miracles' "Shop Around" and Mary Wells' "Bye Bye Baby" and rarities from the Swinging Tigers, Nick & the Jaguars and Gmo Parks.

Notable albums include Gaye's "Moods of Marvin Gaye" and his duet release "Take Two" with Kim Weston, the Supremes' "I Hear a Symphony," Robinson & the Miracles' "Greatest Hits From the Beginning" and Stevie Wonder's "Uptight."

The collection is rounded out by seven rare hits compilations: "Motown Special #1," "Tamla Special #1" and the five-volume "Collection of 16 Big Hits" series.

**LOAD-DATE:** May 11, 2004

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Page 10e

UMG 00959

January 14, 2003, Tuesday

**SECTION:** culturebox

**LENGTH:** 1330 words

**HEADLINE:** Hit Man

**BYLINE:** Alex Abramovich

**BODY:**

In a recording industry where Quality Recordings at the Price of a Quality Paperback passes for a good corporate slogan, Motown, which once had a company song written by Smokey Robinson, has always stood apart. Motown was not the first black-owned label (Black Swan Records had been founded in 1921) or the first black label to record rhythm and blues and soul music. (Vee-Jay, Sue, Red Robin, and Sam Cooke's short-lived Sar all came first, and white-owned labels had come before them.) But Motown was the first black label to win over a mass audience (which continues to adore it) and the critics (who continue to marvel at it). It was the biggest independent label of its time, the most successful black company America had ever had, and one of the very few record labels (Ahmet Ertegun's Atlantic is another) to have lodged permanently in the public imagination. For middle America, Motown's songs are the sound of the 1960s "civil rights, slow dancing, sexual revolutions, student revolts, and Vietnam. For Hollywood, Motown is the soundtrack to Platoon, The Big Chill, The Wonder Years, and American Dreams. For the rest of the world, is a stand-in for America itself.

But the more love the public and critics lavish on Motown, the more hate they heap on its founder: Berry Gordy ran his company like a benevolent tyrant, stuffed his pockets with other people's money, commissioned portraits of himself dressed as Napoleon, and betrayed his hometown by decamping for Los Angeles "there has been a general reluctance to credit the bastard for anything at all. Given all this, it's not surprising that people have fallen into two camps when writing about Motown's product "let's call them the labor and management camps "and that the two have been at war for years. The slings and arrows keep on coming: This season's include a book by Gerald Posner and an affectionate, but amateurish, documentary that seeks to rescue the members of Motown's brilliant house band, the Funk Brothers, from the dustbin of memory.

Paul Justman, the director of Standing in the Shadows of Motown, is the latest historian to throw his hat in with the labor party. The Funk Brothers, we learn, played on more number one hits than the Beach Boys, the Rolling Stones, Elvis and the Beatles combined. Gordy denied them credit as a matter of course. But these were no run-of-the-mill session men: Funk Brothers had played with Charlie Parker, Yusef Latef, Hank Jones, Kenny Burrell, and other jazz greats. So good were they, the film informs us, that When these cats cut tracks "and really, no offense to any of the great artists who sang on them "Deputy Dawg could've sung on them and they would've been a hit. And yet it wasn't until Marvin Gaye's 1971 breakthrough What's Going On that any of their names appeared on a record sleeve.

But as good as the Funk Brothers were, and as sad as many of their stories have turned out to be, Justman overestimates their contribution to the whole "it's absurd to suggest that artists such as Stevie Wonder and Smokey Robinson were mere Deputy Dawgs or to deny that Motown's songwriters stood in a class by themselves. Justman also

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misunderstands the wrong that was done them: Session men have always labored in obscurity "few people could name a single player on the Beach Boys masterpiece Pet Sounds "and anonymity goes with the gig. Sure, this may be a travesty of justice, but it's a systemic one, not particular to Motown. And in any case, at Motown "where the means of production was inspired, in part, by Gordy's experience on the Ford and Lincoln-Mercury assembly lines "process always mattered more than personality.

Posner, a Wall-Street-litigator-turned-investigative-reporter, understands this better than most. His book *Motown: Music, Money, Sex, and Power* starts off as something of an exposé, complete with teasing mentions of uncovered court cases and anonymous manila envelopes, but it ends up as something of a mash note to Gordy "and the strongest defense of management in recent memory. Posner's Gordy is such a presence, and that presence is so inextricable from Motown's inner workings, that secondary characters emerge as mere satellites of his personality: Diana Ross, with whom Gordy had a long, torturous affair, is his Dorian Gray "a beautiful distillation of raw, unbridled ambition; Stevie Wonder and Marvin Gaye represent the lighter and darker sides of Gordy's id, respectively. The company that emerges is half auto plant, half jam session "a joining of opposites that Gordy sustained through sheer will and vision. That he was able to do so for so long is something of a miracle.

Ultimately, what Posner grasps and Justman fails to understand is that Motown's success had always been predicated on erasure of the individual artist's personality.

Signing to the label was an all-or-nothing affair. Your songs were composed by a stable of in-house writers that rivaled the Brill Building's (Norman Whitfield, and Holland-Dozier-Holland; Gordy himself wrote *Money* and several other Motown standards). Your management and bookings were handled by in-house agencies. Your royalties were withheld in favor of cash allowances. Your conversation, movements, and manners were adjusted by an in-house finishing school. Gordy ordered his songwriters to keep lyrics in the and consistently stripped their songs of names and other specifics. As a result, Motown's songs sounded timeless "as if they'd sprung into existence fully formed, and no individual could have perfected, or subtracted from, the mix "and universal. This is why they mean so much to so many of us.

But if universality has been Motown's great strength, it has also proven to be Gordy's Achilles' heel: Soul "the music of Ray Charles and "was received as a raw and spontaneous outpouring of emotion and carried a built-in stamp of authenticity. Gordy drove his artists toward the opposite extreme: Some people write songs from experience, Smokey Robinson explained. Not me. I write songs no matter what mood I'm in "it's my work, dig? Motown's were not the only black songwriters to look beyond the specifics of circumstance "Chuck Berry has said that a portrayal of popular or general situations and conditions in lyrics has always been my greatest objective in writing "but Motown's genius was collective and thus open to charges of exploiting the soul and blackness of its artists to curry favor with the white audience. By the same token, Motown's phenomenal success in a white market was seen as a political statement in and of itself. But the possibility that Motown's musicians didn't revel in their blackness because they sought to transcend race altogether, in ways that today's artists seems incapable of, or unwilling to, is seldom considered.

Reading Posner's book, you can't help thinking that the criticism Motown and its founder have suffered has not a little to do with racism: Gordy is a greedy man, but so were his white counterparts. (Sun's Sam Phillips reserved his highest praise for records so good they didn't sound paid for.) Consider the practices of some sharks Gordy swam with, and his sins pale in comparison. And, while it has been pointed out that many of Motown's best artists had terrible fates "slipped into cocaine-induced paranoia for years and met death at his own father's hand; Supreme Flo Ballard drank herself to death at 32; James Jamerson, who defined the electric bass as a musical instrument, died broke and broken, far from home "the fates of Gene Vincent, Elvis Presley, Janis Joplin, and Kurt Cobain were no prettier. Famous people have a way of dying ugly, and white label heads are seldom blamed for their deaths. The obscurity the Funk Brothers and other Motown artists have endured is inexcusable, but slighting Gordy's achievement does nothing to balance the scales. If there was one great artist who forged Motown's songs into the sound of young America, it was Gordy himself.

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LOAD-DATE: March 6, 2003

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Copyright 2002 Nationwide News Pty Limited  
Fairfield Advance (Australia)

August 14, 2002, Wednesday

**LENGTH:** 221 words

**HEADLINE:** Motown magic arrives

**BODY:**

MO-TUNES a new, totally live music show dedicated to recreating the entertainment and glamour of Motown, the famed '60s American music label, will appear at Sweeney's at Scenic Hills on Saturday.

Mo-tunes groups seven experienced musicians and entertainers to deliver the authentic '60s Motown sound with three vocal artists, Julee Johnson, Lisa Mio and Kellie Smythe, who come together to create a show which has all aspects of a great night of entertainment.

Fabulous costumes and choreographed dance routines make this show a real pleasure to watch as audiences sit back and experience superb renditions of the great Motown hits.

Top songs to be performed on the night include Please Mr Postman, Stop In the Name of Love, Dancing in the Street and My Guy.

When the Mo-tunes appear there rarely seems to be an empty seat and the audiences keep coming back for more as they sing along, clap and show all the emotions which are found in every tune.

Mo-tunes, the supreme sounds of the '60s, will perform at the dinner show starting at 6.30pm on Saturday at Sweeney's at Scenic Hills. Tickets cost \$44 and include a three-course dinner. Bookings and details from 9618 5555.

On Sunday there will be a free Blues and Family Fun Day in the gardens featuring David Tice and Mark Evans.

Gates open at 11am.

**END-DATE:** August 13, 2002

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UMG 00963

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July 22, 2002, Monday

**SECTION:** NEWS; Pg. 7

**LENGTH:** 393 words

**HEADLINE:** EMI MOTOWN-BOUND

**BYLINE:** JUSTIN OPPELAAR

**HIGHLIGHT:**

Diskery will be there for rest of Jobete trove

**BODY:**

NEW YORK — Marking the second high-dollar deal for music-publishing assets in a month, EMI plans to buy the rest of Motown publishing catalog Jobete by early 2003, chairman Eric Nicoli said at the British music major's annual general meeting Friday in London.

Exact terms for the purchase weren't disclosed, but industry sources said the other half of the storied Motown-related catalog could fetch close to \$ 200 million.

EMI paid more than \$ 130 million to acquire its first 50% interest in Jobete from Motown founder Berry Gordy five years ago, a deal that included an option to acquire the remaining stake for a pre-set multiple of "net publisher's share" --- or annual revenues --- within five years. Jobete takes in \$ 15 million to \$ 20 million each year.

The prize for EMI is a highly lucrative songbook of Motown classics, including "I Heard It Through the Grapevine," "My Girl" and "I'll Be There." Among the legendary songwriters represented in the Jobete catalog are Holland-Dozier-Holland, Smoky Robinson and Marvin Gaye.

Major-label giants such as EMI are increasingly looking toward the steady, predictable income streams from their vast publishing catalogs to help them ride out a sharp downturn in record sales that shows no signs of abating soon.

EMI's publishing unit, the largest in the world, was the lone bright spot on the conglom's otherwise dismal 2001 financial results, boosting sales by 6.6% to more than \$ 600 million even as revenues at EMI's recorded music division sank more than 11%.

Earlier this month, Sony Music also jumped on the publishing bandwagon: Its Sony/ATV Music Publishing unit paid Gaylord Entertainment a hefty \$ 157 million for the storied Acuff-Rose country music songbook, which boasts more than 55,000 tunes.

Also at Friday's annual meeting, Nicoli affirmed the company's targets for its 2002 revenue performance (flat

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revenues for recorded music; single-digit growth for publishing) and said cost-savings initiatives were on track as well. EMI is in the process of a massive restructuring, including 1,800 layoffs, to streamline operations and boost sagging profits.

In addition EMI named another director to its board. Romanian-born Peter Georgescu, chairman emeritus of ad firm Young & Rubicam, will sign on Sept. 1, replacing seven-year board veteran Hugh Jenkins, who retired Friday.

LOAD-DATE: July 22, 2002

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Ethnic NewsWatch  
Michigan Chronicle

November 27, 2001

SECTION: Vol. 65; No. 8; Pg. 2

SLI-ACC-NO: 0102M2DM 120 000065

LENGTH: 926 words

HEADLINE: Artist lives a tale of two Motowns (Part three of a four-part series  
that explores the story behind the sound)

BYLINE: Allen, Eddie B., Jr.

BODY:

Artist lives a tale of two Motowns (Part three of a four-part series  
that explores the story behind the sound)

Detroiters were hurt and bitter about the departure of Berry Gordy's  
world-renowned Motown record label when it re-located to Los Angeles in the  
1970s.

Motown had been perhaps the greatest thing that would ever happen for  
entertainment in the city. Aside from the earlier jazz and nightlife of  
Paradise Valley, which disappeared with the rise of cement structures and urban  
renewal, there had been little to rival the accomplishments of the company that  
introduced to the world such superstars as Michael Jackson, Marvin Gaye and  
Diana Ross.

But a young musician named Jonathan Ray ("J.R.") Perry soon learned that  
Detroit's loss was LA's gain.

Born in Chicago and raised in Los Angeles, Perry began singing at the age  
of 2. By age three he was performing in his church's youth choir with 8 and  
9-year-olds. Music became a passion that would guide and shape his life.

By age 16, Perry had become familiar with the use of keyboards. He began  
playing back-up for an LA duo that included the nephew of Motown artist Smokey  
Robinson.

"They had a group called Keith and Darryl," Perry recalls. "That gave me  
the opportunity to meet the Motown family. We used to hang out and write at  
Smokey's place in Beverly Hills."

Young Perry soon found himself in the midst of a number of performers who

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were on their way to legendary status. It was not unusual for him and his young friends to bump into Teena Marie, Rick James or members of The Temptations, such as Melvin Franklin, who Perry says taught him to sing in bass.

"They knew we were Smokey's people, so there was a lot of love. I was real fortunate to be one of the people who grew up around that time when Motown came to LA. I basically learned a lot from being around Smokey, hanging in the studio, like a fly on the wall."

Perry was eventually invited to play back-up in Robinson's band. At 17 and 18, he found himself traveling on the road with one of the most popular acts on Motown's roster. Little did the youth know, during his occasional trips to Detroit when Robinson brought him along for family visits, and on gigs at the Fox Theatre, he was seeing parts of the community that he would eventually call home.

"By about 20 years old, I had met so many people," says Perry. "I was producing and collaborating with other artists, developing other groups. Me and a buddy of mine did a song with Teena Marie called 'Behind the Groove.'"

More independent, having been taken under Robinson's wing, the musician toured, performed and did studio work with various acts for the next 10 years. He established his own label, Pro-per Records, and released a single, "Valentine Lover," which was successful in Europe. Back in LA, Perry met his wife Robin, who was from Detroit, and began to work doing voiceovers and television, including his self-titled cable program, "The J.R. Perry Show," which allowed him to interview numerous celebrities he'd met in the entertainment industry. The show aired until the mid-1990s, but then a near-tragedy changed the course of things: A 1994 earthquake destroyed the townhouse where Perry and Robin lived.

They barely escaped with their lives.

Perry says they had already considered moving to Detroit where Robin could be closer to her family, but the incident sped up their decision. By 1996, he looked to re-establish himself as an artist in the place that gave birth to Motown, but no longer resembled the city it was when the company called Detroit its home.

It's definitely a challenge because there's no network" in Detroit, Perry says. "It's basically an industrious town. In LA, you can go to the liquor store and bump into people."

Nonetheless, Perry, who recently bought a house in Southfield, says he plans to take advantage of Detroit's legacy as a city that appreciates great music. But his independently released CD, which will be available in December, is probably not what most would expect from an artist who was part of the Motown sound in Detroit or on the West Coast. Titled, "He's Coming," the disc will be Perry's first gospel collection.

"I got to Detroit and I'd spent all this money on a girl's group that got signed and producing; God came to me and said, 'What about me?'" Perry says. "I

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had to do it."

Tamara Lewis, who collaborated with Perry in editing and composing the 15 songs on his album, says the public is in for a treat from a rare and dedicated performer.

"We have a brother-sister relationship," says Lewis. "He is a wonderful person, very sensitive, very spiritual."

"We thought that the CD would have such perfect timing, considering everything that's going on in the world right now," she adds. "He has such great potential, and his motive, his potential comes across in the songs."

Perry says he plans to use proceeds from the disc to support finding a cure for sickle cell disease, which affects many Blacks, including his young son.

"I hope that it soars, reaches people," he says of the disc. "It's basically like a return to my roots. It's something that can heal people, whatever ails them, because there's a lot of vitamins in there."

For more information about J.R. Perry's music, visit his Web site, [www.jrperry.8m.com](http://www.jrperry.8m.com), or send e-mail to [jrperry\\_show@hotmail.com](mailto:jrperry_show@hotmail.com).

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GRAPHIC: Photo, J.R. Perry

JOURNAL-CODE: M2

DATE: February 27, 2002

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Michigan Chronicle (Detroit)

July 25, 2001 Wednesday

SECTION: Pg. D1 Vol. 64 No. 44

ACC-NO: 7378

LENGTH: 1779 words

HEADLINE: The Michigan Chronicle Show Business Hall of Fame: Berry Gordy

BODY:

ABSTRACT

HITS FROM THOSE early years (1960-1963) included "Bye Bye Baby," "The One Who Really Loves You" and "Two Lovers" from [Mary Wells], who became the queen of Motown; "Heat Wave" and "Come and Get These Memories" by Martha & the Vandellas; "Can I Get a Witness?" and "Stubborn Kind of Fellow" from Marvin Gaye; "Fingertips" by Little Stevie Wonder; "Do You Love Me?" from the Contours; "You've Really Got a Hold on Me" and "I'll Try Something New" by the Miracles; "Dream Come True" from the Temptations; and "Beechwood 4-5789" and "Playboy" by the Marvelettes."

Motown was suddenly everywhere, with massive hits tumbling out one after the other. Classics like "My Girl" (the Temptations), "I Can't Help Myself" (the Four Tops), "I Was Made to Love Her" (Stevie Wonder), "Dancing in the Street" (Martha & the Vandellas), "The Tracks of My Tears" (the Miracles), "Shotgun" (Jr. Walker & the All Stars), "Ain't too Proud to Beg" (the Temptations), "Don't Mess With Bill" (the Marvelettes), "Nowhere to Run" (Martha & the Vandellas), "Get Ready" (the Temptations), "Reach Out, I'll Be There" (the Four Tops), "Ooo Baby Baby" (the Miracles) and, later, "I Want You Back" (the Jackson 5).

People still get excited when they hear a favorite Motown song, and the music is continually discovered by new audiences. These special recordings have held up incredibly well. Name any great Motown song -- "The Tears of a Clown," "I Heard It Through the Grapevine," "Signed, Sealed, Delivered, I'm Yours," "Ain't No Mountain High Enough," "I Can't Get Next to You," "If I Were Your Woman," "Baby I Need Your Loving," "Take Me in Your Arms (Rock Me a Little While)," "Let's Get It On," "You Can't Hurry Love," "My Guy," "(I'm a) Roadrunner," "I'll Be There," etc. They are great now, they were great then, and they will still be great in the future.

FULL TEXT

The Michigan Chronicle Show Business HALL OF FAME: Berry Gordy

It is hard to know where to begin when the subject is Berry Gordy. By way of the founding of Motown Record Corporation, he gave the world the most successful Black-owned record company of all time and an amazingly enduring body of music. The company also gave Detroit something else to be famous for. The city is known first for automobiles and secondly for "the Motown sound."

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Berry Gordy, of course, did not do it alone. He had plenty of help, not the least of which from his former wife, Raynoma Gordy Singleton. But it was through Gordy's vision and leadership that the company soared to the top and beyond.

Perhaps it was audacious for Gordy to name his headquarters building "Hitsville USA," but the name reflected what he was envisioning. (The famous building, that little white house at 2648 West Grand Blvd., had originally been a photography studio.)

Although he was flexible in his musical tastes, Gordy learned early-on that his father, the enterprising Berry Gordy Sr., was correct when he said the most important thing is to give the people what they want. The younger Gordy had opened a record store that specialized in his first love, jazz.

But, the importance of jazz notwithstanding, the people who happened to wander into the store, or who made a special trip there, had rhythm `n' blues and blues on their minds. By the time the disappointed and somewhat bewildered Gordy decided to make alterations regarding the recordings the store would carry, it was too late. He was awash in red ink.

"It dawned on me one day that I was losing the store," Gordy recalled in "To Be Loved," his autobiography. "I started realizing that this was a business, not a school, and in trying to educate my customers about great jazz, we were going broke."

But there were better things to come. By 1957, Gordy was writing hit songs for Jackie Wilson, the Detroit artist Gordy still considers to be the best singer and performer of all time. In fact, many years later he acknowledged the fact that he was, at least subconsciously, comparing his artists to Wilson, which he admits was unfair.

Those Jackie Wilson songs were masterful, and the best of them included "Lonely Teardrops," "To Be Loved" and "That's Why (I Love You So)." That was nice, but Gordy wanted more, specifically his own company. He had been encouraged in that direction by a singer/songwriter by the name of Smokey Robinson.

With a loan from his family's savings fund, that company was started. The first artist was Marv Johnson whose single, "Come to Me," reached No. 6 on the national R&B Singles charts. For whatever reason, subsequent releases by Johnson were on the United Artists label although they were Motown productions in virtually every other sense.

Among the other early Motown signings were the Miracles (Robinson's group), Mary Wells, the Marvelettes and the Supremes, although several years passed before the Supremes' ship came in. The Miracles enjoyed success with "Work Over There," but really hit their stride in late 1960 when "Shop Around" reached No. 1 on the national R&B charts and No. 2 Pop. The following year the Marvelettes, who were from Inkster, gave Motown its first No. 1 Pop hit with "Please Mr. Postman."

The company was starting to live up to the big blue letters on the front of its building that informed the world that this was "Hitsville." Talented artists began arriving on Motown's doorstep in droves, as did a stunning array of outstanding songwriters, musicians, producers, arrangers, choreographers and business types.

HITS FROM THOSE early years (1960-1963) included "Bye Bye Baby," "The One Who Really Loves You" and "Two Lovers" from Mary Wells, who became the queen of Motown; "Heat Wave" and "Come and Get These Memories" by Martha & the Vandellas; "Can I Get a Witness?" and "Stubborn Kind of Fellow" from Marvin Gaye; "Fingertips" by Little Stevie Wonder; "Do You Love Me?" from the Contours; "You've Really Got a Hold on Me" and "I'll Try Something New" by the Miracles; "Dream Come True" from the Temptations; and "Beechwood 4-5789" and "Playboy" by the Marvelettes."

Who knew that in 1964 Motown would skyrocket into the stratosphere? In Gordy's book, this period is identified as "the explosion." Indeed, at one point in 1968, five of the Top 10 Pop singles in the United States were Motown releases.

The spark was the Supremes, Diana Ross, Florence Ballard and Mary Wilson, the three ambitious young ladies from the Brewster Projects. Aided by the prolific writing/producing team comprised of Eddie Holland, Lamont Dozier and Brian Holland, the Supremes enjoyed a remarkable string of No. 1 hits and became a superstar act, and also the epitome of glamour. Their impact is still felt today.

Those hits included "Stop! In the Name of Love," "Come See About Me," "You Keep Me Hangin' On," "Baby Love" and the one that started it all, "Where Did Our Love Go?" Berry Gordy had always believed in the Supremes, and in the Temptations and Smokey Robinson.

Motown was suddenly everywhere, with massive hits tumbling out one after the other. Classics like "My Girl" (the Temptations), "I Can't Help Myself" (the Four Tops), "I Was Made to Love Her" (Stevie Wonder), "Dancing in the Street" (Martha & the Vandellas), "The Tracks of My Tears" (the Miracles), "Shotgun" (Jr. Walker & the All Stars), "Ain't too Proud to Beg" (the Temptations), "Don't Mess With Bill" (the Marvelettes), "Nowhere to Run" (Martha & the Vandellas), "Get Ready" (the Temptations), "Reach Out, I'll Be There" (the Four Tops), "Ooo Baby Baby" (the Miracles) and, later, "I Want You Back" (the Jackson 5).

The '70s and '80s brought continued hits by a select number of the '60s superstars (most notably Marvin Gaye, Stevie Wonder and Diana Ross), plus many new names, including the Commodores, Rick James, Lionel Richie, DeBarge, the Mary Jane Girls and Teena Marie.

It was heartbreaking for Detroit when Berry Gordy decided to move the whole operation to Los Angeles, and it proved to ultimately be a move that hurt the company and lessened its impact, commercially and artistically. Today, Motown is just a label, one of many owned by Universal.

Eventually, something had to happen because Motown could no longer compete in the fast-changing music industry. The company was, as Gordy put it, "losing millions."

Making the decision to sell Motown in 1988 was not an easy one for Berry Gordy. His sister and longtime supporter, Esther Gordy Edwards, asked him, "Are you really sure you can let it go? Motown is your creation. Are you ready to wake up and know that it doesn't belong to you anymore?"

Good questions.

"THAT PERIOD OF time before the selling of my company was probably the most confusing of my life," Gordy said. "Technology was moving faster than the speed of light... Conglomerates were taking over. These multicorporate entities, with their dominating distribution capabilities and their powerful foothold in a radically changing world economy, had the edge. A big edge.

"For years we had shown the world what we could do with talent and ingenuity as our base. And now these new corporate entities were showing me what they could do with money and power as theirs. I, who had prided myself on always being ahead of the game, had fallen behind. My company was in no position to take advantage of these new developments. We had too much overhead and had to gross \$40 million a year just to break even."

But more than all that, Gordy was "just tired."

Actually, he had a right to be. Berry Gordy could withdraw from the music world knowing that he, along with the hundreds of others who helped him along the way, had given the world a very special gift. The importance and impact of that gift could never be measured or overstated. As was said at the legendary "Motown 25" ceremony and TV special, "Motown is forever."

People still get excited when they hear a favorite Motown song, and the music is continually discovered by new audiences. These special recordings have held up incredibly well. Name any great Motown song -- "The Tears of a

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The Michigan Chronicle Show Business Hall of Fame: Berry Gordy Michigan Chronicle (Detroit) July 25, 2001  
Wednesday

Clown," "I Heard It Through the Grapevine," "Signed, Sealed, Delivered, I'm Yours," "Ain't No Mountain High Enough," "I Can't Get Next to You," "If I Were Your Woman," "Baby I Need Your Loving," "Take Me in Your Arms (Rock Me a Little While)," "Let's Get It On," "You Can't Hurry Love," "My Guy," "(I'm a) Roadrunner," "I'll Be There," etc. They are great now, they were great then, and they will still be great in the future.

Berry Gordy, with a lot of help from a lot of friends and associates, created something bigger than himself. Or maybe it was a spiritual thing. Perhaps Motown was meant to be, ordained by the Higher Power, and Berry Gordy was an instrument used for developing it.

In any event, Berry Gordy's accomplishments are monumental.

LOAD-DATE: August 13, 2007

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Winnipeg Free Press

June 23, 2001 Saturday  
Metro Edition

**SECTION:** ENTERTAINMENT; Pg. d1

**LENGTH:** 460 words

**HEADLINE:** Garden City soul man signs deal with Motown

**BYLINE:** Bartley Kives

**BODY:**

Bartley Kives Garden City may not be the funkier place on earth, but that didn't stop Remy Shand from becoming the latest musician to sign with world-famous soul label Motown Records.

The 23-year-old Winnipegger has joined the likes of Erykah Badu and D'Angelo on the Motown roster, after reaching an agreement with label president Kedar Massenburg in New York City earlier this month.

The Way I Feel, the debut album by Remy (he only uses his first name), is slated for a worldwide release this fall on Motown and Universal Music.

"This was always a pipe dream, but on the other hand it was my No. 1 goal. I lived with Motown records all my life, so in a way, I was kind of creating my own destiny," says Remy, who was raised in West Kildonan and Garden City.

His previous musical credits include a brief stint playing keyboards in now-defunct Winnipeg rock band Leaderhouse. He left that band in 1997 to focus on his own material and eventually signed a development deal with Universal Music Canada.

Remy then set about the task of recording The Way I Feel -- writing all the songs, playing all the instruments, singing all the vocals and producing all the tracks himself.

"This was all done in a condo in Garden City," he says, referring to his parents' place. "I basically pulled back from the music scene in Winnipeg and concentrated on doing my own thing."

That he did. Aside from the mastering process and saxophone lines by Winnipeg jazz musician Ken Gold, The Way I Feel is a one-man show.

"Remy's an amazing songwriter and producer, especially for someone who's, like, 23 years old," says Allan Reid, vice-president in charge of A&R for Universal Music Canada. "He tracked so much stuff together, but it sounds like an

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entire band. I had to ask him, 'How do you jam with yourself?'"

Thrilled with the home-made recording, Universal Music Canada and Remy's manager Steve Warden -- a former Winnipegger -- set out to find a bigger platform to launch *The Way I Feel*.

Their first response came from Motown boss Massenburg, who met Remy two weeks ago in New York and quickly reached an agreement for a multi-album deal.

Most of the finer details have yet to be worked out, but Remy is pumped.

"He's a visionary guy. He introduced the world to D'Angelo and Erykah Badu and he's giving me the same opportunity. I'm part of the institution called Motown."

And here we have an oddity: A kid from Winnipeg attached to a name we normally associate with Michael Jackson, Stevie Wonder and Marvin Gaye.

"It's not the usual, blue-collar Canadian rock," says manager Warden, describing Remy's sound. "It's soul. It's that simple."

After the release of *The Way I Feel* this fall, Remy plans to tour with a band comprised of musicians from New York City.

LOAD-DATE: April 28, 2005

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Black Issues Book Review

March 2001 - April 2001

SECTION: Pg. 48 Vol. 3 No. 2 ISSN: 1522-0524

ACC-NO: 38574

LENGTH: 847 words

HEADLINE: The fascinating foremothers of Destiny's Child

BYLINE: Imani, Dunkor

BODY:

ABSTRACT

The heyday of Motown was a prime example of women running the airwaves, and Motown itself showed the world a sister running the management of one of the most popular recording labels of the day. In her autobiography, Raymona Gordy Singleton wrote of her unheralded co-founding of the hit-making institution with her former husband Berry Gordy. Imani discusses the dozens of talented sisters of the Motown Era.

FULL TEXT

The Fascinating Foremothers of Destiny's Child: Telling the stories of the dozens of talented sisters, besides The Supremes in their prime, who gave us the glorious Motown Era

Just as February's Black History Month can't do justice to the contributions of people of African descent, neither the March's Women's History Month do more than make a dent in our understanding of the importance of black women. Whether it's something as intense as war (remember Queen Nzingha busting heads for Angola's independence?) or as entertaining as music (how about Queen Latifah busting emcees' heads on the mike), women have proved that they can rule all arenas.

The heyday of Motown was a prime example of women running the airwaves, Motown itself showed the world a sister running the management of one of the most popular recording labels of the day. In her autobiography, Berry, Me and Motown (for publication info, please see our "Chart Toppers" box at right), Raymona Gordy Singleton, wrote of her unheralded (and uncredited) co-founding of the hit making institution with her former husband Berry Gordy.

While Gordy Singleton was making an impact behind the scenes, women from Diana Ross and the Supremes to the Marvelettes and Mable John were out in the front crafting a musical fairy tale with the company which began in 1959, not as Motown, but as Hitsville USA. The original Marvelettes were the first women to score big for Motown with "Please Mr. Postman," which sold over a million copies. Their 1961 hit heralded the success of other sister-girl groups who would soon march up the record charts, connecting with listeners nationwide, regardless of color.

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Hard on the high heels of the Marvelettes came the coiffed couture of the Supremes with Diana Ross, Mary Wilson, Florence Ballard and Barbara Martin in the original group. Initially known as The Primettes, they too were barely out of high school when they were signed to Motown. The group became a trio when Martin left in 1961. Later, Ballard was replaced in a storm of controversy by Cindy Birdsong in 1967.

By the time Ross left in 1969, the Supremes were the accepted model of "black girl groups." Throughout the 60s the Supremes reigned with hits that dominated the airways. Their impact was so great that the 1976 movie *Sparkle*, starring Lonette McKee, Irene Cara and Dawn Smith, was loosely based on their story. Even today's sister groups like En Vogue and Destiny's Child can't escape the legacy of the Supremes.

The nothing but 'rude act of former-Supreme Diana Ross began early as chronicled in *Women of Motown* by Susan Whitall, but even her widely-chronicled bad behavior couldn't tarnish the Supremes' shifting star. "Ross showed signs of temperament early on," reports Whitall. "The Holland brothers, Brian and Eddie and Lamont Dozier (who penned many hits for the girl groups, including most of the major chart toppers for the Supremes), knew to record Diana on the first or second take, or she'd start acting cranky."

Yet, like all the women who came to Motown, Ross was smart and worked tirelessly on the group's songs and her image. It was that way for all the ladies of Motown. No wonder the environment kept producing talent like Martha Reeves and the Vandellas, whose sound may have eclipsed even that of the Supremes. The hits kept coming. There was the innocent but savvy sound of Mary Wells who was Motown's first bonafide superstar, busting her way onto the charts with "Come To Me," "I Don't Want To Take A Chance" and "My Guy."

There is one Sister who few people new about, yet she blazed the path for everyone. Mable John was the first woman Gordy signed to his label in 1959, which was then named Tamla. John never had a hit with Gordy, but to say she was instrumental in those early years would be an understatement. She sang, chauffeured Gordy, made sandwiches for company events, and was the company spokeswoman (Gordy didn't like interviews).

John did it all at Motown, but it wasn't until she left in 1964 and moved to Stax Records in Memphis that Americans were really exposed to her. At Stax she scored a hit record called "Your Good Thing (Is About To End)" in 1966.

The Motown roll call is full of gutsy femme fatales like Tammi Terrell, Brenda Holloway, Kim Weston and The Velvelettes (Mildred Gill Arbor, Norma Barbee Fairhurst, Carolyn Gill Street, Betty Kelley, Bertha Barbee McNeal) and Gladys Knight. The songs of that era have made comeback after comeback via movie soundtracks, commercials and hip hop samples. The women of Motown created an enduring music that, after four decades, continues to keep us dancing in the streets, clubs and basements.

Photo (The Supremes)

GRAPHIC: Photo

LOAD-DATE: August 10, 2007

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Sun-Sentinel (Fort Lauderdale, FL)

October 12, 1999, Tuesday, Palm Beach EDITION

SECTION: LOCAL, Pg. 1B

LENGTH: 613 words

HEADLINE: FESTIVAL PLANNERS SEEK MOTOWN BEAT;  
EVENT TO BOOST W. ATLANTIC AVENUE

BYLINE: LEON FOOKSMAN; Staff Writer

DATELINE: DELRAY BEACH --

BODY:

Sometimes feeling left out and not too welcome at some of the city's bigger extravaganzas, West Atlantic Avenue's merchants and civic leaders have decided to throw their own party.

The avenue's predominantly black business community is planning a three-day music festival in early February, and is seeking the backing of Motown Records to support it. If the famed music studio signs on, the event could feature vintage Motown headliners such as singer Smokey Robinson.

Tentatively called "Motown Weekend Street Festival and Concert," the free event is intended to be a major attraction for tens of thousands to the western side of downtown Delray Beach. The goal is to add multicultural variety to the list of popular events such as the St. Patrick's Day and Art and Jazz on the Avenue, organizers say.

While there are other citywide ethnic events -- such as the monthlong Roots Festival -- community leaders say these are relatively small affairs, aimed mostly at the surrounding neighborhoods. The Motown festival, on the other hand, will showcase West Atlantic Avenue as never before, organizers promise.

Another purpose of the event is to ease some of the frustrations of local black leaders who feel that large city celebrations are never held in their part of town. Organizers have tentatively set Feb. 4, 5 and 6 as the dates for the festival.

"This is a humanitarian effort to unite the community," said Lisa Bruno, a board member of the Delray Merchants Association, which is sponsoring the event along with the city and Delray Beach Downtown Joint Venture. "We want to change the perception of West Atlantic Avenue."

The festival's planners still have much work to do. Organizers are still waiting to hear from Motown on whether they'll promote the event. Besides Robinson, the other acts could include 702, Brian McKnight, Chico DeBarge and/or Erika Badu. Plans call for the festival to be financed by major sponsors, and the city likely would chip in for police, cleanup crews and other expenses.

Initially, the Delray Merchants Association planned to put together the entire event without the assistance of the city and Joint Venture, which runs numerous downtown events. At a recent meeting, Clay Wideman, the association's

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FESTIVAL PLANNERS SEEK MOTOWN BEAT; EVENT TO BOOST W. ATLANTIC AVENUE Sun-Sentinel (Fort Lauderdale, FL) October 12, 1999, Tuesday,

president, even stressed the importance of the black community putting on its own event.

But as the ideas for the festival grew, organizers decided to get city officials involved, and to aim for a larger, more dynamic audience. The focus of the event was moved from West Atlantic Avenue to Swinton Avenue, the traditional dividing line between the city's black and white neighborhoods. Plans call for the event to go from Old School Square west down Atlantic Avenue to Northwest Fifth Avenue.

The event is being billed as one of the first of its kind to bridge the two sides through block-party atmosphere with music, artistry and food.

"We've never really had an event to tie the communities together, and it's important that we do something like this," said City Commissioner Patricia Archer, who has worked with organizers.

In a letter describing the event, organizers said the purpose is to "unit the multifaceted and multicultural community, through the sounds of music, which crosses gender, genre and cultures. (It is) a loud and very public attempt to bridge the gap into the next century with Motown that is the most common denominator in this totally diverse cultural environment."

As they await word from Motown Records, the organizers have already asked the city to waive noise and alcohol consumption restrictions.

Leon Fooksman can be reached at [lfooksman@sun-sentinel.com](mailto:lfooksman@sun-sentinel.com) or 561-243-6647.

LOAD-DATE: October 12, 1999

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January 16, 2009 Friday 1:03 PM GMT

**LENGTH:** 961 words

**HEADLINE:** Motown 50 Launches Online Podcast Series, Featuring Exclusive Interviews With Label Legends and Others;  
Berry Gordy, Smokey Robinson, Stevie Wonder, Diana Ross, Levi Stubbs, Q Tip and The New York Times' Frank Rich Included on First 15 Installments Through April 21

**DATELINE:** LOS ANGELES Jan. 16

**BODY:**

LOS ANGELES, Jan. 16 /PRNewswire/ -- The legendary Motown Records celebrates its 50th anniversary this year with a series of promotions and releases from Berry Gordy's groundbreaking company and Universal Music Enterprises, including a series of online podcasts featuring rare and intimate conversations with the label's legends, producers, songwriters and singers, which started on Monday, Jan. 12 at <http://www.classic.motown.com/>. The podcasts are also available on iTunes.

The year-long series of episodes gets underway with an interview featuring Smokey Robinson reflecting on Motown's early days, his relationship with Gordy and the impact the label has had on American culture.

Fresh episodes will debut bi-weekly, including those with founder Berry Gordy; Nick Cannon; the late Levi Stubbs of the Four Tops; The New York Times columnist Frank Rich; Smokey Robinson detailing the genesis of "Shop Around," the label's first million-seller; the Temptations' Otis Williams and the late Melvin Franklin; Stevie Wonder; Levi Stubbs and Lamont Dozier (of H-D-H fame) discussing "Reach Out I'll Be There"; KCRW's Garth Trinidad; Diana Ross; songwriters Pam Sawyer and Marilyn McLeod on the creation of Ross's hit "Love Hangover"; hip-hop pioneer and Universal Motown artist Q-Tip; Smokey Robinson and more of the Miracles; and songwriter/producer Dozier.

Upcoming segments will feature Marvin Gaye, the Jackson 5, the Commodores, film director Lawrence Kasdan (The Big Chill), and songwriter Diane Warren, among others.

These exclusive podcasts are just part of a year-long celebration of Motown's 50th and its lasting legacy, which included the Dec. 9 release of Motown: The Complete No. 1's, a 10-CD box set in the shape of the label's famed "Hitsville U.S.A." birthplace in Detroit, featuring more than 200 classic songs from 50 Motown artists that topped charts around the world, plus a 100-page photo booklet with rare images and an introduction by Smokey Robinson.

In addition, NOW That's What I Call Motown!, the latest compilation in the hugely successful NOW That's What I Call Music! Series--featuring 25 of the label's most beloved, timeless classic pop and R&B tracks--was released on CD and digitally January 13, as a joint venture from EMI Music, the Universal Music Group and its Motown Records division, and Sony Music Entertainment.

Below is the link to iTunes, as well as a complete list of the first 15 "Motown 50" podcasts:

<http://itunes.apple.com/WebObjects/MZStore.woa/wa/viewPodcast?id=301547030>

1. Smokey Robinson: Motown Reflections (1/12): The legendary artist/songwriter reflects on the label's early days, his mentor Berry Gordy and the impact Motown continues to have worldwide.
2. Berry Gordy: A Tour of Hitsville U.S.A., May 1963 (1/27): In this rare

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Motown 50 Launches Online Podcast Series, Featuring Exclusive Interviews With Label Legends and Others; Berry Gordy, Smokey Robinson, Stevie Wonder, Diana Ross, Levi Stubbs, Q Tip and The New York Tim

- interview, the Motown founder and a Detroit radio host walk through Hitsville on the cusp of the company's runaway success.
3. Nick Cannon: Impressions of Motown (2/10): The actor/musician/producer and husband of Mariah Carey shares his earliest impressions of Motown.
  4. Levi Stubbs: The Four Tops (2/24): The late lead singer, in a rare interview from the Motown Archives, talks about what made the group tick.
  5. Frank Rich: The Nation's Capitol, The Motortown Review and President Obama (3/10): The New York Times' political columnist links Motown to the upheaval of the '60s through personal recollections of the Motortown Review in his native Washington, D.C., while adding perspective on the election of President Barack Obama.
  6. Smokey Robinson, The Anatomy of a Hit: "Shop Around" (3/24): The singer/songwriter and Motown veteran tells the amazing story about the label's--and his group the Miracles'--first million-selling single.
  7. The Temptations (4/14): Otis Williams, Melvin Franklin and fellow Tempts discuss their beginnings and illustrious musical career in a rare archival interview from the '80s.
  8. Stevie Wonder (4/28): In another rare archival interview, the superstar talks of his early days at Motown and the evolution of his music through the brilliant, then-new album Talking Book.
  9. Levi Stubbs, Lamont Dozier and Paul Riser, The Anatomy of a Hit: "Reach Out I'll Be There" (5/12): The threesome break down one of Motown's biggest hits, a world-wide smash for the Four Tops.
  10. Listening with Garth Trinidad (5/26): The KCRW tastemaker and renowned DJ gets put to the test listening to a batch of Motown songs, unlike any he has heard.
  11. Diana Ross (6/09): In a rare '70s interview, Motown's No. 1 diva tells her story in her own words.
  12. Pam Sawyer and Marilyn McLeod, The Anatomy of a Hit: "Love Hangover" Part 1 (6/23): The songwriters of Diana Ross' #1 dance smash discuss the birth of the tune, including rare session elements.
  13. Q-Tip, The Anatomy of a Hit: "Love Hangover" Part 2 (7/7): The hip-hop pioneer and Universal Motown artist breaks down one of his favorite Motown songs, with more previously unheard elements from the master tapes.
  14. Smokey Robinson and the Miracles (7/21): Smokey, Ronnie White and fellow members of the band discuss their long career and amazing body of work.
  15. Lamont Dozier (8/4): The songwriter and producer, part of the famed Holland-Dozier-Holland team, reflects on the songs and artists that made Motown one of the greatest musical forces of the 20th century - and beyond.

CONTACT: Jonathan Wolfson of Wolfson Public Relations, wolfsonpr@hotmail.com , for Universal Music Enterprises; or Sujata Murthy of Universal Music Enterprises, +1-310-865-7812, sujata.murthy@umusic.com

Web Site: <http://www.classic.motown.com/>

SOURCE Universal Music Enterprises

URL: <http://www.prnewswire.com>

LOAD-DATE: January 17, 2009

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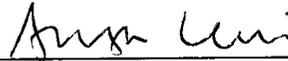
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**CERTIFICATE OF MAILING**

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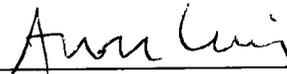
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Alexa L. Lewis

**CERTIFICATE OF SERVICE**

I hereby certify that on this 19th day of March, 2009, a true and correct copy of the foregoing **NOTICE OF RELIANCE RE: PRINTED PUBLICATIONS**, was served upon Opposer's counsel of record by hand delivery, to the following address: Lawrence Y. Iser, Patricia A. Millett, Chad R. Fitzgerald, Kinsella, Weitzman, Iser, Kump & Aldisert LLP, 808 Wilshire Boulevard, 3rd Floor, Santa Monica, CA 90401.



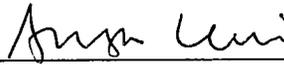
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\_\_\_\_\_  
Alexa L. Lewis

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**  
**BEFORE THE TRADEMARK TRIAL AND APPEAL BOARD**

In the matter of Application Serial No. 78/751,105  
Published for Opposition in the OFFICIAL GAZETTE on December 12, 2006

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UMG RECORDINGS, INC.

Opposition No.: 91176791

Opposer

v.

MATTEL, INC.,

Applicant

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**TRIAL DECLARATION OF JERRY JUSTE**

JERRY JUSTE declares under penalty of perjury as follows:

1. I am Senior Vice President, Business & Legal Affairs, Universal Motown Republic Group, an unincorporated division of Opposer UMG Recordings, Inc. ("UMG"), with offices at 1755 Broadway, 6th Floor, New York, New York 10019. My responsibilities as Senior Vice President, Business & Legal Affairs of Universal Motown Republic Group include overseeing the business affairs of the Motown recording label (hereinafter "Motown")<sup>1</sup>. I first joined the Motown Records division (which has since become part of the Universal Motown Republic Group) of UMG as Director, Business &

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<sup>1</sup> The Motown label and rights in the MOTOWN Marks have passed ownership several times since the inception of the label. Berry Gordy originally formed the recording label as Motown Records Corporation, whose interests were later assigned to Motown Record Company, L.P. In 1993, the recording label and all rights therein were assigned to MRAC, L.P., who then changed its name back to Motown Record Company, L.P. In 2003, Motown Record Company, L.P. assigned the Motown recording label and all rights therein to UMG. True and correct copies of the applicable assignment documents, which were regularly kept in the course of UMG's business, are attached hereto as Exhibit B.

Legal Affairs in 1996, and was appointed to my present position in 2008. I submit this declaration as testimony in connection with the above-captioned proceeding.

2. I have access to the books and records of UMG relevant to the matters covered herein, including all records pertaining to its division Universal Motown Republic Group and Motown. As a result of my job responsibilities I am generally familiar with the history and operation of Motown and UMG and their predecessors' use and licensing of the MOTOWN and MOTOWN-formative trademarks referenced in the chart attached hereto as Exhibit A (the "MOTOWN Marks"). I confirm that the facts and matters set out herein are based on my own knowledge and understanding and/or from the records and documents of UMG to which I have access.

**A. Introduction**

3. Like many of the artists on the Motown recording label over the years, Motown itself is a cultural icon. From its groundbreaking origins as the most successful African-American founded, owned and operated record company and business in the United States during the 1960s and 1970s, straight through to the present, Motown's success and renown has endured. Recordings bearing the MOTOWN Marks, both old and new, have remained atop the music charts and at the forefront of music sales in the United States (see Section B, *infra*). Given Motown's pervasive and ongoing use of the MOTOWN Marks for half a century in connection with hundreds of hit recordings and live concert events, as well as the label's historical significance and place as one of the most successful recording labels in the history of the music industry, the MOTOWN name and mark has become one of the most famous and instantly recognizable marks in all of the recording industry.

**B. The History and Success of Motown**

4. In 1959, Detroit, Michigan native and songwriter Berry Gordy founded the Motown recording label. Within a year, Berry Gordy established Motown's renowned

headquarters at 2648 West Grand Boulevard in Detroit and the recording label had its first million-sale, national hit recording, "Shop Around" by The Miracles. By 1961, Motown had achieved its first No. 1 Pop hit recording, "Please Mr. Postman" by The Marvelettes.

5. From 1961-1971, Motown exploded onto the national charts with more than 160 Top-20 hits, including songs and recordings from world-renowned artists Stevie Wonder, Marvin Gaye, Diana Ross & The Supremes, The Four Tops, The Jackson 5, The Temptations, Martha & The Vandellas, Brenda Holloway and Gladys Knight & The Pips. In 1965, The Supremes had five No. 1 hits in a row, appeared on the cover of Time magazine and made a well-publicized appearance at The Copacabana. In 1968, an unprecedented 75% of Motown's releases made the national charts.

6. During this seminal period, Berry Gordy and Motown carefully crafted a unique, soulful sound with enormous pop appeal that became known as "The Motown Sound" – a sound that pervaded Motown's recordings during this era and that helped foster the label's iconic status that continues today. The Motown Sound was typified by a number of characteristics: the use of tambourines to accent the back beat; prominent and often melodic electric bass guitar lines; distinctive melodies and chord structures; and a call and response singing style that was rooted in gospel music. In addition, the Motown Sound also incorporated pop production techniques such as the use of orchestral string sections, charted horn sections, and carefully arranged background vocals.

7. The hits continued in the 1970's as Marvin Gaye, Diana Ross and Smokey Robinson, along with new acts like the Commodores, continued to blaze the creative trail. During the decade, Motown averaged a Top-10 hit every three weeks. Rolling Stone magazine declared Marvin Gaye's album What's Going On Album of The Year (1971) and his hit single Let's Get It On Best Single of the Year (1973). Also, Diana Ross received a Best Actress Academy Award nomination for Motown's motion picture Lady

Sings the Blues, the soundtrack for which was also a Motown release. Other Motown films included Thank God Its Friday and The Wiz, both released in 1978, and the latter starring Diana Ross and Michael Jackson among other famous Motown artists. But no one dominated the decade like Stevie Wonder, who kept Motown on the cutting edge, continually topping the charts with groundbreaking albums such as Talking Book, Innervisions and Songs in the Key of Life and cleaning up the GRAMMY Awards in 1975.

8. Motown's third decade provided both new sounds and a reminder of the legacy it had created. Stevie Wonder, Diana Ross and Smokey Robinson (who Rolling Stone magazine declared Best Soul Artist in 1980), among others, continued to climb the charts, joined by Rick James' punk-funk jams (e.g., the hit Superfreak), DeBarge's family harmonies and ex- Commodores singer Lionel Ritchie's big ballads. 1983 saw a revival of sorts for the already legendary Motown Sound, including a top-rated television special Motown 25: Yesterday, Today and Forever and the hit motion picture The Big Chill, which was filled with Motown classics. Indeed, the soundtracks The Big Chill (which has been re-released in enhanced versions in 1990, 1998 and 2004) and The Big Chill: More Songs from the Original Soundtrack, both Motown releases featuring dozens of Motown recordings, have sold more than seven million units to date. The Big Chill soundtrack alone surpassed the 6x Platinum mark as determined by the Recording Industry Association of America ("RIAA"), making it one of the top 100 selling albums of all time – see infra, Exs. C-D. Also, in the mid to late 1980s, Stevie Wonder and Lionel Ritchie both won Academy Awards for Best Song In A Motion Picture, and Motown legends Smokey Robinson, Marvin Gaye and Berry Gordy were inducted into the Rock & Roll Hall of Fame.

9. Through the 1990s and continuing today, the Motown recording label remains vibrant with talent both old and new. Motown continues to release widely

acclaimed hit music by artists such as Erykah Badu, Nelly, Akon (through SRC Records) and Lil Wayne (through Cash Money Records). Indeed, Boys II Men's album II (1994), released by Motown, is one of the best-selling albums of all time, with more than 25 million units sold worldwide and more than 12 million units sold in the United States, making it one of the Top 50 best-selling albums in the United States of all time. See *infra*, Ex. D. Moreover, in 2000, then Motown artist India.Arie scored the most GRAMMY nominations of any female artist in history.

10. The enduring success of the Motown brand is further highlighted by the fact that Motown recordings continue to surge past the Gold / Platinum / Multi-Platinum thresholds established by the RIAA.<sup>2</sup> In the 1990s alone, more than fifty Motown records surpassed the Gold / Platinum / Multi-Platinum certification thresholds, and since 2000, more than thirty Motown albums have surpassed the coveted RIAA levels. Attached hereto as Exhibit C is a true and correct printout from the RIAA database (available at [www.riaa.com](http://www.riaa.com)) listing Motown's Gold, Platinum and Multi-Platinum recordings.

11. Any slice of Motown's history contains numerous success stories, but the achievements over the lifetime of the recording label are among the most impressive in the industry. In total, Motown has released more than eighty Gold albums, more than forty Platinum albums and fourteen multi-Platinum albums. See Exhibit C. Motown has five entries on the Top 100 Albums of all time (based on U.S. sales) – Boys II Men, II (12x Platinum), Stevie Wonder, Songs in the Key of Life (10x Platinum), Lionel Ritchie, Can't Slow Down (10x Platinum), Boys II Men, Cooliehigharmony (9x Platinum) and The Big Chill Soundtrack (6x Platinum). Attached hereto as Exhibit E is a printout from the RIAA database reflecting the Top 100 Albums in the United States. Over the course

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<sup>2</sup> RIAA issues Gold Record certification when U.S. sales exceed 500,000 units, Platinum Record certification when U.S. sales exceed 1,000,000 units and Multi-Platinum Record certifications for every million records sold thereafter. Attached hereto as Exhibit D is a true and correct printout from the RIAA website ([www.riaa.com](http://www.riaa.com)) detailing these certification criteria.

of its history, Motown has had over 50 Number- One Singles in the United States on Billboard Magazine's "The Billboard Hot 100" and over 150 Number-One hits across the Billboard charts (e.g., Pop, R&B, etc.).

12. Motown's pivotal place in American history is further supported by the numerous publications that have been dedicated to the recording label. Attached hereto as Exhibit F are true and correct photocopies of the cover pages of Motown-owned publications, which are regularly kept in the course of UMG's business. But also, there have been numerous third-party publications about Motown, which are referenced in the Declaration of Mario Ortiz submitted contemporaneously herewith. Also, the media consistently recognizes the importance and renown of the Motown brand with its press coverage over the years. Attached hereto as Exhibit G are printouts of a representative sampling of third-party articles discussing Motown that have been published in the United States and around the world during the last ten years.

13. As a result of the enormous success of the Motown recording label, the MOTOWN Marks have become inordinately famous and immediately recognizable to consumers in the United States. The use and fame of the MOTOWN Marks in connection with a wide range of goods and services, including Motown's licensing of the MOTOWN Marks in connection with toys, games and playthings, is covered in detail in the Declarations submitted contemporaneously herewith.

14. In addition to licensing its MOTOWN Marks in connection with toys, games, and playthings, one of UMG's predecessors was directly involved in the sale of such goods. Namely, in 1995 Motown Records established Motown Animation. In 1996, through Image Comics, Motown Animation published the comic book series "The Crush." Various MOTOWN Marks appeared prominently in connection with that series of comic books. True and correct copies of selected pages from Issues 1-5 of "The

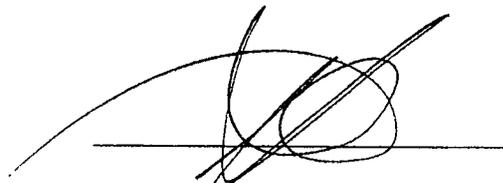
Crush,” depicting the use of MOTOWN Marks in connection with comic books, are attached hereto as Exhibit H.

**C. UMG and Applicant Mattel, Inc.**

15. UMG has no business relationship with Mattel, Inc. (“Applicant”), nor has Applicant had any business relationship with Motown or any of UMG’s predecessors. UMG has never authorized Applicant or otherwise permitted it to use the MOTOWN Marks, or any variation thereof or other mark similar thereto. There has never been any consent agreement, assignment, license or any other agreement between UMG and Applicant relating to the use of any of the marks at issue in this opposition proceeding.

16. We at UMG were very upset to learn that the Applicant has applied to register a mark that consists primarily of the term MOTOWN, which is identical to many of the MOTOWN Marks and is virtually indistinguishable from the remainder of the MOTOWN Marks. If Applicant were permitted to obtain a registration for a mark identical to the MOTOWN Marks in connection with goods identical to those offered by UMG’s licensees under its MOTOWN Marks, the value of the MOTOWN Marks and the ability of the marks to indicate goods and services emanating from a single source would be greatly injured. The great investment by UMG and its predecessors in its MOTOWN Marks would be injured as well. . Accordingly, UMG strongly objects to registration of Applicant’s mark.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed on March ~~16~~<sup>17</sup>, 2009, at New York, New York.

  
Jerry Juste

**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT A**

**TO DECLARATION OF JERRY JUSTE**

Mark

MOTOWN



MOTOWN MUSIC REVIEW

**UMG RECORDINGS, INC. v. MATTEL, INC.**

**OPPOSITION NO. 91176791**

**UMG RECORDINGS, INC.**

**EXHIBIT B**

**TO DECLARATION OF JERRY JUSTE**

Int. Cl.: 41.

Prior U.S. Cl.: 107

United States Patent and Trademark Office  
10 Year Renewal

Reg. No. 881,471  
Registered Nov. 25, 1969  
Renewal Approved Jan. 31, 1990

**SERVICE MARK  
PRINCIPAL REGISTER**

**MOTOWN**

MOTOWN RECORD COMPANY, L.P.  
(DELAWARE LIMITED PARTNER-  
SHIP)  
10 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CA 91608, ASSIGNEE  
BY ASSIGNMENT MOTOWN RECORD  
CORPORATION (MICHIGAN CORPO-  
RATION) DETROIT, MI

OWNER OF U.S. REG. NOS. 800,977  
AND 858,961.

FOR: PROVIDING POPULAR MUSI-  
CAL ENTERTAINMENT, IN CLASS 107  
(INT. CL. 41).

FIRST USE 10-16-1966; IN COMMERCE  
10-16-1966.

SBR. NO. 72-281,609, FILED 10-2-1967.

*In testimony whereof I have hereunto set my hand  
and caused the seal of The Patent and Trademark  
Office to be affixed on Mar. 13, 1990.*

COMMISSIONER OF PATENTS AND TRADEMARKS

UMG 000001

## Trademark Assignment Abstract of Title

**Total Assignments: 8**

Serial #: 72281609 Filing Dt: 10/02/1967 Reg #: 881471 Reg. Dt: 11/25/1969

Registrant: MOTOWN RECORD CORPORATION

Mark: MOTOWN

**Assignment: 1**

Reel/Frame: 0719 / 0001 Received: Recorded: 06/20/1990 Pages: 0

Conveyance: SECURITY INTEREST

Assignor: MOTOWN RECORD COMPANY, L.P.

Exec Dt: 03/01/1989

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: DELAWARE

Entity Type: UNKNOWN

Citizenship: NONE

Assignee: MANUFACTURERS HANOVER TRUST COMPANY

Correspondent: AMSTER, ROTHSTEIN & EBENSTEIN

90 PARK AVENUE  
NEW YORK, NY 10016

**Assignment: 2**

Reel/Frame: 0642 / 0517 Received: Recorded: 03/10/1989 Pages: 0

Conveyance: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

Assignor: MOTOWN RECORD CORPORATION

Exec Dt: 03/08/1989

Entity Type: CORPORATION  
CITIZENSHIP: MICHIGAN

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: DELAWARE

Assignee: MOTOWN RECORD COMPANY, L.P.  
70 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CALIFORNIA 91608

Correspondent: UNIVERSAL CITY STUDIOS, INC.

100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CA 91608

**Assignment: 3**

Reel/Frame: 1286 / 0246 Received: Recorded: 02/06/1995 Pages: 41

Conveyance: CHANGE OF NAME EFFECTIVE 7/30/93. SEE RECORD FOR DETAILS.

Assignor: MRAC, L.P.

Exec Dt: 08/30/1993

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: NONE

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

Assignee: MOTOWN RECORD COMPANY, L.P.

5750 WILSHIRE BOULEVARD  
SUITE 300  
LOS ANGELES, CALIFORNIA 90036

Correspondent: PHILIPS ELECTRONICS NORTH AMERICA CORP.

EDWARD W. GOODMAN  
INTELLECTUAL PROPERTY DEPARTMENT  
580 WHITE PLAINS ROAD  
TARRYTOWN, NY 10591

**Assignment: 4**

**Reel/Frame:** 1301 / 0411      **Received:**      **Recorded:** 02/07/1995      **Pages:** 4

**Conveyance:** CHANGE OF NAME EFFECTIVE AUGUST 30, 1993. SEE DOCUMENT FOR DETAILS.

**Assignor:** MRAC, L.P.

**Exec Dt:** 08/30/1993

**Entity Type:** LIMITED  
PARTNERSHIP

**Citizenship:** CALIFORNIA

**Entity Type:** LIMITED  
PARTNERSHIP

**Citizenship:** CALIFORNIA

**Assignee:** MOTOWN RECORD COMPANY, L.P.

5750 WILSHIRE BOULEVARD, SUITE 300  
LOS ANGELES, CALIFORNIA 90036

**Correspondent:** PHILIPS ELECTRONICS NORTH AMERICA CORP.

EDWARD W. GOODMAN  
INTELLECTUAL PROPERTY DEPARTMENT  
580 WHITE PLAINS ROAD  
TARRYTOWN, NEW YORK 10591

**Assignment:** 5

**Reel/Frame:** 1024 / 0128      **Received:**      **Recorded:** 09/10/1993      **Pages:** 9

**Conveyance:** TERMINATION, RELEASE AND REASSIGNMENT OF SECURITY INTEREST, EXECUTED AS OF SEPTEMBER 2, 1993.

**Assignor:** CHEMICAL BANK

**Exec Dt:** 09/02/1993

**Entity Type:** NEW YORK  
BANKING  
CORPORATION

**Citizenship:** NONE

**Entity Type:** CALIFORNIA  
LIMITED  
PARTNERSHIP

**Citizenship:** NONE

**Assignee:** MRAC, L.P.

6255 SUNSET BOULEVARD  
LOS ANGELES, CALIFORNIA 90028

**Correspondent:** STACY A. KREISBERG, ESQ.

O'MELVENY & MYERS  
1999 AVENUE OF THE STARS, STE. 700  
LOS ANGELES, CALIFORNIA 90067

**Assignment:** 6

**Reel/Frame:** 1071 / 0223      **Received:**      **Recorded:** 10/13/1993      **Pages:** 8

**Conveyance:** ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

**Assignor:** MOTOWN RECORD COMPANY, L.P.

**Exec Dt:** 09/02/1993

**Entity Type:** LIMITED  
PARTNERSHIP

**Citizenship:** DELAWARE

**Entity Type:** LIMITED  
PARTNERSHIP

**Citizenship:** CALIFORNIA

**Assignee:** MRAC, L.P.

6255 SUNSET BOULEVARD LOS ANGELES, CA 90028

**Correspondent:** STACY A. KREISBERG, ESQ.

O'MELVENY & MYERS  
1999 AVENUE OF THE STARS  
SUITE 700  
LOS ANGELES, CA 90067

**Assignment:** 7

**Reel/Frame:** 1996 / 0290      **Received:** 03/01/2000      **Recorded:** 11/17/1999      **Pages:** 2

**Conveyance:** CHANGE OF NAME

**Assignor:** MRAC, L.P.

**Assignee:** MOTOWN RECORD COMPANY, L.P.  
WORLD WIDE PLAZA  
825 RIGHTH AVENUE  
NEW YORK, NEW YORK 10019

**Correspondent:** ANNE B. NIELSEN  
100 UNIVERSAL CITY PLAZA  
LRW-6  
UNIVERSAL CITY, CA 91608

**Assignment: 8**

**Reel/Frame:** 2737 / 0324    **Received:** 05/21/2003

**Recorded:** 05/21/2003    **Pages:** 3

**Conveyance:** ASSIGNS THE ENTIRE INTEREST

**Assignor:** MOTOWN RECORD COMPANY, L.P.

**Assignee:** UMG RECORDINGS, INC.  
100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CALIFORNIA 91608

**Correspondent:** ANNE B. NIELSEN  
100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CA 91608

**Exec Dt:** 09/02/1993  
**Entity Type:** LIMITED  
PARTNERSHIP  
**Citizenship:** CALIFORNIA  
**Entity Type:** LIMITED  
PARTNERSHIP  
**Citizenship:** CALIFORNIA

**Exec Dt:** 05/14/2003  
**Entity Type:** LIMITED  
PARTNERSHIP  
**Citizenship:** NONE  
**Entity Type:** CORPORATION  
**Citizenship:** DELAWARE

Search Results as of: 03/28/2008 03:33 PM

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web interface last modified: February 22, 2007 v.2.0

## Trademark Assignment Details

Reel/Frame: 0642 / 0517

Pages: 0

Received:

Recorded: 03/10/1989

Conveyance: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

Total properties: 11

1	Serial #: <u>72208479</u> Mark: MOTOWN	Filing Dt: 12/18/1964	Reg #: <u>800977</u>	Reg. Dt: 12/28/1965
2	Serial #: <u>72208480</u> Mark: TAMLA	Filing Dt: 12/18/1964	Reg #: <u>800978</u>	Reg. Dt: 12/28/1965
3	Serial #: <u>72272686</u> Mark: THE MOTOWN SOUND	Filing Dt: 08/07/1967	Reg #: <u>858961</u>	Reg. Dt: 10/22/1968
4	Serial #: <u>72281609</u> Mark: MOTOWN	Filing Dt: 10/02/1967	Reg #: <u>881471</u>	Reg. Dt: 11/25/1969
5	Serial #: <u>72427376</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985972</u>	Reg. Dt: 06/11/1974
6	Serial #: <u>72427378</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>1026437</u>	Reg. Dt: 12/02/1975
7	Serial #: <u>72427379</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>985973</u>	Reg. Dt: 06/11/1974
8	Serial #: <u>73095605</u> Mark: M MOTOWN	Filing Dt: 08/04/1976	Reg #: <u>1075409</u>	Reg. Dt: 10/18/1977
9	Serial #: <u>73533087</u> Mark: M	Filing Dt: 04/19/1985	Reg #: <u>1368252</u>	Reg. Dt: 10/29/1985
10	Serial #: <u>73594927</u> Mark: ORAL HEALTH SERVICES INC. OH	Filing Dt: 04/23/1986	Reg #: <u>1432260</u>	Reg. Dt: 03/10/1987
11	Serial #: <u>73595001</u> Mark: MOTOWN VIDEO MV	Filing Dt: 04/24/1986	Reg #: <u>1417311</u>	Reg. Dt: 11/18/1986

### Assignor

1 MOTOWN RECORD CORPORATION

Exec Dt: 03/08/1989

Entity Type: CORPORATION

Citizenship: MICHIGAN

### Assignee

1 MOTOWN RECORD COMPANY, L.P.  
70 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CALIFORNIA 91608

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: DELAWARE

### Correspondence name and address

UNIVERSAL CITY STUDIOS, INC.  
100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CA 91608

Search Results as of: 03/28/2008 03:33 PM

If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web Interface last modified: February 22, 2007 v.2.0

ASSIGNMENT OF REGISTERED MARKS

Whereas, MOTOWN RECORD CORPORATION, a Michigan corporation, is the owner of the following registered marks in the United States Patent and Trademark Office:

<u>MARK</u>	<u>REGISTRATION NO.</u>	<u>DATE OF REGISTRATION</u>
M Stylized & Design	1368252	10/29/85
M Stylized & Design	1432360	03/10/87
"M" in a box with word Motown	1075409	10/18/77
Motown	881471	11/25/69
Motown	985972	06/11/74
Motown	985976	06/11/74
Motown	800977	12/28/65
The Motown Sound	858961	10/22/68
Motown Video & Design	1417311	11/18/86
Tamla	985973	06/11/74
Tamla	800978	12/28/65
Tamla & Design	1026437	12/02/75

TRADE-MARK

SEE 0642 PAGES 17

Whereas, MOTOWN RECORD COMPANY, L.P., a Delaware limited partnership, having its principal offices at 70 Universal City Plaza, Universal City, California, 91608, is desirous of acquiring said registered marks,

UMG 000072

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said MOTOWN RECORD CORPORATION hereby assigns to MOTOWN RECORD COMPANY, L.P. all right, title and interest in the United States in and to said marks together with the goodwill of the business symbolized by said marks and registrations thereof.

Signed at Universal City, California 91608,  
this 8<sup>th</sup> day of March, 1989

TRADE-MARK  
REEL 06142 FRAMES 18

MOTOWN RECORD CORPORATION

By Zach Horowitz  
Zach Horowitz  
Authorized Signatory

UMG 000073

REEL 0642 FRAMES 19

TRADE-MARK

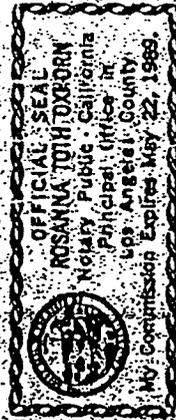
RECORDED  
PATENT & TRADEMARK OFFICE

MAR 10 89

*Amelia D. Ziegler*  
COMMISSIONER OF PATENTS  
AND TRADEMARKS OFFICE

On this the 8th day of March 19 89, before me,  
Rosanna Toth Doborny  
 the undersigned Notary Public, personally appeared  
Zach Horvich  
 personally known to me  
 proved to me on the basis of satisfactory evidence  
 to be the person(s) who executed the within instrument as  
authorized signatory on behalf of the corporation herein  
 named, and acknowledged to me that the corporation executed it.  
 WITNESS my hand and official seal.  
Rosanna Toth Doborny  
 Notary's Signature

State of California } ss.  
 County of Los Angeles



CORPORATE ACKNOWLEDGMENT FORM

Form J804-1 (9/82)

UMG 000074

## Trademark Assignment Details

Reel/Frame: 1286 / 0246

Pages: 41

Received:

Recorded: 02/06/1995

Conveyance: CHANGE OF NAME EFFECTIVE 7/30/93. SEE RECORD FOR DETAILS.

Total properties: 17

1	Serial #: <u>72208429</u> Mark: MOTOWN	Filing Dt: 12/18/1964	Reg #: <u>800977</u>	Reg. Dt: 12/28/1965
2	Serial #: <u>72208480</u> Mark: TAMLA	Filing Dt: 12/18/1964	Reg #: <u>800978</u>	Reg. Dt: 12/28/1965
3	Serial #: <u>72281609</u> Mark: MOTOWN	Filing Dt: 10/02/1967	Reg #: <u>881471</u>	Reg. Dt: 11/25/1969
4	Serial #: <u>72427376</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985972</u>	Reg. Dt: 06/11/1974
5	Serial #: <u>72427378</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>1026437</u>	Reg. Dt: 12/02/1975
6	Serial #: <u>72427379</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>985973</u>	Reg. Dt: 06/11/1974
7	Serial #: <u>72427385</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985976</u>	Reg. Dt: 06/11/1974
8	Serial #: <u>73089645</u> Mark: HITSVILLE	Filing Dt: 06/07/1976	Reg #: <u>1077295</u>	Reg. Dt: 11/15/1977
9	Serial #: <u>73095605</u> Mark: M MOTOWN	Filing Dt: 08/04/1976	Reg #: <u>1075409</u>	Reg. Dt: 10/18/1977
10	Serial #: <u>73132322</u> Mark: MOTOWN	Filing Dt: 06/29/1977	Reg #: <u>1102357</u>	Reg. Dt: 09/12/1978
11	Serial #: <u>73492998</u> Mark: M	Filing Dt: 08/02/1984	Reg #: <u>1432360</u>	Reg. Dt: 03/10/1987
12	Serial #: <u>73533087</u> Mark: M	Filing Dt: 04/19/1985	Reg #: <u>1368252</u>	Reg. Dt: 10/29/1985
13	Serial #: <u>74060670</u> Mark: MOTOWN REVUE	Filing Dt: 05/21/1990	Reg #: <u>1730413</u>	Reg. Dt: 11/03/1992
14	Serial #: <u>74060671</u> Mark: MOTORTOWN REVUE	Filing Dt: 05/21/1990	Reg #: <u>1687331</u>	Reg. Dt: 05/12/1992
15	Serial #: <u>74274075</u> Mark: MOTOWN REVUE	Filing Dt: 05/11/1992	Reg #: <u>1766298</u>	Reg. Dt: 04/20/1993
16	Serial #: <u>74319227</u> Mark: MOTOWN	Filing Dt: 09/30/1992	Reg #: <u>1829466</u>	Reg. Dt: 04/05/1994
17	Serial #: <u>74342673</u> Mark: MOTOWN MASTER SERIES	Filing Dt: 12/23/1992	Reg #: <u>1851323</u>	Reg. Dt: 08/30/1994

Assignor

1 MRAC, L.P.

Exec Dt: 08/30/1993

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: NONE

**Assignee**

1 MOTOWN RECORD COMPANY, L.P.  
5750 WILSHIRE BOULEVARD  
SUITE 300  
LOS ANGELES, CALIFORNIA 90036

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

**Correspondence name and address**

PHILIPS ELECTRONICS NORTH AMERICA CORP.  
EDWARD W. GOODMAN  
INTELLECTUAL PROPERTY DEPARTMENT  
580 WHITE PLAINS ROAD  
TARRYTOWN, NY 10591

Search Results as of: 03/28/2008 03:33 PM

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web interface last modified: February 22, 2007 v.2.0



D

Form PTO 1994 RECORDATION FORM COVER SHEET U.S. Dept. of Commerce  
 (Rev. 6-23-93) TRADEMARKS ONLY Patent and Trademark Office  
 OMB No. 0651-0011 (exp. 4/94)

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

1. Name of conveying party(ies):  
 • MRAC, L.P.  
 \_\_\_ Individual(s) \_\_\_ Association  
 \_\_\_ General Partnership \_\_\_ Ltd Partnership  
 \_\_\_ Corporation-State 13 of State of CA  
 \_\_\_ Other  
 Additional name(s) of conveying party(ies) attached?  Yes  No  
 3. Nature of conveyance: 40  
 \_\_\_ Assignment \_\_\_ Merger  
 \_\_\_ Security Agreement \_\_\_ Change of Name  
 X Other Indexing Recorded Change of Name  
 Execution Date: August 30, 1993  
 Recorded at: Reel 1223, Frame 178

2. Name and address of receiving party(ies):  
 Name: NOTOWN RECORD COMPANY, L.P.  
 Internal Address: \_\_\_\_\_  
 Street Address: 5750 WILSHIRE BOULEVARD,  
SUITE 300  
 City: LOS ANGELES State: CA Zip: 90036  
 \_\_\_ Individual(s) citizenship  
 \_\_\_ Association  
 \_\_\_ General Partnership  
 13 X Limited Partnership CALIFORNIA CA  
 \_\_\_ Corporation-State  
 \_\_\_ Other  
 If assignee is not domiciled in the United States, a domestic representative designation is attached: \_\_\_ Yes \_\_\_ No  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & Address(es) attached: \_\_\_ Yes \_\_\_ No

4. Application number(s) or registration number(s)  
 A. Trademark Application No. (s)  
 Additional numbers attached?  Yes  No

B. Trademark Registration No. (s)  
 \*See Attachment  
 Yes  No  
 RECEIVED  
 FEB 27 11 6:44  
 SIGNING UNIT BRANCH  
 FEB 12 86 PM 2:16

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Philips Electronics North America Corporation  
 Internal Address: \_\_\_\_\_  
Intellectual Property Department  
 Street Address: 580 White Plains Road  
 City: Tarrytown State: NY Zip: 10591

6. Total number of applications and registrations involved:  1  
 7. Total fee (37 CFR 3.41) ... \$440.00  
 Enclosed  Authorized to Deposit Account  
 8. Deposit Account Number: 14-1270  
 (attach duplicate copy of this page paying by deposit account)

LS14062 02/23/95 1077295 D01208/USP/HRISH/SPACE 40.00CH  
 CS14063 02/23/95 1077295 14-1270 140 482 400.00CH

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.

Edward W. Goodman Name of Person Signing  
[Signature] Signature  
February 1, 1995 Date

Total number of pages including cover sheet, attachments, and document:  4  5

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

ATTACHMENT TO FORM PTO 1594

TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>
HITSVILLE & Design	1,077,295
M & Design	1,368,252
M & Design	1,432,360
MOTORTOWN REVUE	1,687,331
MOTOWN	800,977
MOTOWN	881,471
MOTOWN	1,102,357
MOTOWN	1,829,466
MOTOWN (Stylized)	985,972
MOTOWN & Design	985,976
MOTOWN M & Design	1,075,409
MOTOWN MASTER SERIES & Design	1,851,323
MOTOWN REVUE	1,730,413
MOTOWN REVUE	1,766,298
TAMLA	800,978
TAMLA (Stylized)	985,973
TAMLA & Design	1,026,437

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Form PTO 157

RECORDATION FORM COVER SHEET

U.S. Dept. of Commerce

TRADEMARKS ONLY

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):  
 KRAC. L.P.

Individual(s) \_\_\_\_\_ Association \_\_\_\_\_  
 General Partnership  Ltd Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_ of State of CA \_\_\_\_\_  
 Other \_\_\_\_\_ *1974*

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):  
 Name: MOTOWN RECORD COMPANY, L.P.  
 Internal Address: \_\_\_\_\_  
 Street Address: 6218 Sunset Boulevard  
 City: Los Angeles State: CA Zip: 90028

3. Nature of Conveyance: *10*  
 Assignment \_\_\_\_\_ Merger \_\_\_\_\_  
 Security Agreement \_\_\_\_\_  Change of Name \_\_\_\_\_  
 Other \_\_\_\_\_

Execution Date: August 30, 1993  
 (Page 3, Article 2, Paragraph 2.1)

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership of State of CA \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & Address(es) attached?  Yes  No

4. Application number(s) or registration number(s)  
 A. Trademark Application No. (s)  
 \*see attachment

B. Trademark Registration No. (s)  
 Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Philips Electronics North America Corporation  
 Internal Address: \_\_\_\_\_  
Intellectual Property Department  
 Street Address: 588 White Plains Road  
 City: Tarrytown State: NY Zip: 10591

6. Total number of applications and registrations involved: 19

7. Total fee (\$7 CFR 3.41) ... \$ 420.00  
 Enclosed  Authorized to Deposit Account

8. Deposit Account Number: 14-128  
 (Attach duplicate copy of this page paying by deposit account)

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.  
Edward W. Goodman *[Signature]* September 15, 1994  
 Signature Date

DO NOT USE THIS SPACE

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Total number of pages comprising cover sheet 3

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503

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 SIGNATURE BRANCH  
 OCT 12 PM 2:01  
 FBI 223 FIVE 78  
 FBI 286 FIVE 248



ATTACHMENT TO FORM PTO 1594

TRADEMARK APPLICATIONS

TRADEMARK	SERIAL NO.	FILING DATE
MAD SOUNDS	74/429.957	AUG 25, 1993
MAD SOUNDS	74/429.958	AUG 25, 1993
MOBBER	74/431.805	SEP 1, 1993
MOBBER	74/431.806	SEP 1, 1993
MOBBER	74/432.734	SEP 1, 1993
MOJAZZ	74/276.052	MAY 18, 1992
MOJAZZ	74/277.092	MAY 18, 1992
MOJAZZ	74/316.917	SEP 23, 1992
MOJAZZ	74/316.922	SEP 23, 1992
MOJAZZ (Stylized)	74/276.062	MAY 18, 1992
MOJAZZ (Stylized)	74/276.361	MAY 18, 1992
MOJAZZ (Stylized)	74/410.856	JUL 8, 1993
MOTOWN	74/319.226	SEP 30, 1992
MOTOWN	74/319.495	SEP 30, 1992
MOTOWN MASTER SERIES & Design	74/339.032	DEC 10, 1992
MOTOWN MASTER SERIES & Design	74/342.673	DEC 23, 1992
SLIGHTLY TO THE LEFT	74/316.903	SEP 23, 1992
THE JACKSONS AN AMERICAN DREAM & Design	74/326.622	OCT 28, 1992
THE JACKSONS AN AMERICAN DREAM & Design	74/326.643	OCT 28, 1992

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**This AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT** dated as of August 30, 1993 of MRAC, L.P., a California limited partnership, is entered into by and among Polygram KK, a Japanese corporation ("PolyKK"), Polydor KK, a Japanese corporation ("Polydor"), and Motown Entertainment (Deutschland) GmbH, a German corporation ("MED"), as general partners, PolyGram Holding, Inc., a Delaware corporation ("PHI"), as the withdrawing general partner and PolyGram Group Distribution, Inc., a Delaware corporation ("PGD"), PolyGram Manufacturing and Distribution Centers, Inc., a Delaware corporation ("PMDC"), PolyGram Records, Inc., a Delaware corporation ("PRI"), PHI, Motown Management Corporation, a Delaware corporation ("MMC"), and Mr. Jberyl Busby ("Busby"), as limited partners, and Richard Constant ("Constant") as the withdrawing limited partner, with reference to the following facts:

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A. The Partnership (as defined herein) was formed pursuant to the Agreement of Limited Partnership, dated as of July 30, 1993 (the "Original Agreement"), and the filing of a Certificate of Limited Partnership on July 30, 1993 (the "Original Certificate") with the California Secretary of State. The parties hereto desire to amend and restate the Original Agreement to provide for (i) the admission of PolyKK, Polydor and MED as general partners, (ii) the admission of PGD, PMDC, PRI and PHI as limited partners, (iii) upon such admissions, the withdrawal of PHI as general partner and Constant as limited partner, and (iv) upon the Closing (as defined herein), the admission of MMC and Busby as limited partners.

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B. The parties have agreed to continue the Partnership for the purposes set forth in Section 2.3 of this Agreement.

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**AGREEMENT**

Now, therefore, in consideration of the mutual promises and agreements made herein and for other good and valuable consideration, the receipt and sufficiency of which is acknowledged, the parties agree as follows:

**ARTICLE 1  
DEFINITIONS**

1.1 **Definitions.** When used in this Agreement, the following terms shall have the meanings set forth below, except as otherwise specifically modified herein:

**"Act"** means the California Revised Limited Partnership Act, Chapter 3 Title 2 of the California Corporations Code, as amended from time to time.

**"Agreement"** means this Amended and Restated Agreement of Limited Partnership, as it may be further amended, supplemented or restated from time to time.

**"Asset Purchase Agreement"** means that certain Asset Purchase Agreement dated as of July 30, 1993 by and between Motown and Partnership, as such agreement may be amended from time to time.

**"Closing"** has the meaning set forth in the Asset Purchase Agreement.

**"General Partner"** means, upon the filing of the certificate described in Section 2.10, each of PolyKK, Polydor and MED, and also includes any Person admitted as an additional or substitute general partner of the Partnership pursuant to the provisions of this Agreement. Upon the filing of such certificate, PHI shall cease to be general partner of the Partnership.

**"Limited Partner"** means, upon the filing of the certificate described in Section 2.10, PGD, PMDC, PRI and PHI, and also includes any Person admitted as an additional or substitute limited partner of the Partnership pursuant to the provisions of this Agreement, including, but not limited to, MMC and Busby upon satisfaction of the condition set forth in Section 2.10(b). Upon the filing of such certificate, Constant shall cease to be a limited partner of the Partnership.

**"Management Committee"** means the committee established pursuant to Section 5.2.

**"Motown"** means Motown Record Company, L.P., a Delaware limited partnership.

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**"Notification"** means a writing, containing the information required by this Agreement to be communicated to any Person, sent as provided in Section 10.1.

**"Partner"** means any General Partner or Limited Partner.

**"Partnership"** means MRAC, L.P.

**"Partnership Interest" or "Interest"** means the interest of a Partner in all rights, benefits and obligations to which such Partner may be entitled or subject, as set forth in or determined under this Agreement.

**"Percentage Interest"** means [REDACTED] in the case of PolyKK, [REDACTED] in the case of Polydor, [REDACTED] in the case of MED and [REDACTED] in the case of each Limited Partner.

**"Person"** means an individual, a corporation, a partnership, an association, a trust, or any other entity or organization.

**"Representative"** means the person selected by a Partner to be its representative on the Management Committee, as provided in Section 5.4.

## ARTICLE 2 THE PARTNERSHIP

21 **Name.** The name of the Partnership shall be:

MRAC, L.P.

However, upon compliance with applicable laws and contemporaneous with the closing of the acquisition of Motown's assets pursuant to the Asset Purchase Agreement, the Partnership shall change its name to:

MOTOWN RECORD COMPANY, L.P.

22 **Continuation of Partnership.** The parties hereby continue a limited partnership heretofore formed under and pursuant to the Act.

23 **Business and Purpose.** The purposes and business of the Partnership shall be (i) the acquisition of the assets of Motown and the ownership, operation, sale and other transfer of such assets as a record business, including, but not limited to, the exploitation of the Motown repertoire of new and catalogue artists in the United States and the worldwide exploitation of any and all trademarks, trade names and

services marks acquired pursuant to the Asset Purchase Agreement, (ii) the carrying on of any and all activities reasonably related thereto, and (iii) the carrying on of any other business or activities lawful for the Partnership under the laws of the State of California.

**24 Powers**

(a) In furtherance of the foregoing purposes, the Partnership shall have the power to take any action or incur any obligation necessary, convenient or appropriate in connection with, or to facilitate and support the purposes of, the Partnership.

(b) Without limiting the preceding paragraph, the Partnership has the power to employ such employees and agents as may from time to time be deemed appropriate for the conduct of the business of the Partnership. Such employees and agents may be designated as officers of the Partnership, with such titles and having such authority as the Management Committee shall designate. Such employees and agents may act for and on behalf of the Partnership, as and to the extent authorized by the Management Committee.

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**2.5 California Office: Agent for Service of Process.** The Partnership shall continuously maintain an office in the State of California at which it shall keep the material required by Section 15615 of the Act. The Management Committee shall determine the location of such office and may change such location from time to time. The agent of the Partnership in the State of California for service of process on the Partnership is Milton E. Olin, Jr., Esq., 1416 North La Brea Avenue, Los Angeles, California 90028, until changed by the Management Committee from time to time.

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**2.6 Principal Place of Business.** The principal place of business of the Partnership shall initially be at 1416 North La Brea Avenue, Los Angeles, California. However, contemporaneous with the closing of the acquisition of Motown's assets pursuant to the Asset Purchase Agreement, the Partnership's principal place of business shall be changed to 6255 Sunset Boulevard, Los Angeles, California. The Management Committee may from time to time change such principal place of business, and may from time to time establish and change such other places of business for the Partnership as it may deem necessary or appropriate.

**2.7 Execution of Documents.** The General Partners have caused a Certificate of Limited Partnership of the Partnership to be filed in the office of the California Secretary of State. The Partners shall from time to time execute, acknowledge, file, record or deliver all other certificates, instruments and other documents, and counterparts thereof, including, without limitation, a fictitious business name statement or statements, and perform all other acts, as shall be necessary or appropriate to comply with applicable law in connection with the activities of the Partnership and, when appropriate, for the termination of the Partnership.

**2.8 Term.** The term of the Partnership commenced on the date of the filing of the Partnership's Original Certificate in the office of the California Secretary of State. The term of the Partnership shall continue until July 31, 2018, unless extended by amendment of this Agreement or unless the Partnership is dissolved prior to that date pursuant to Article 6. The existence of the Partnership as an entity shall continue until it is dissolved, wound up and terminated, in accordance with Article 6.

**2.9 Voting By Limited Partners.** Except as may expressly be required by this Agreement or mandatory provisions of applicable law which cannot be modified by this Agreement, the Limited Partners shall have no right to vote on any matter involving or relating to the Partnership. Without limiting the generality of the preceding sentence, the Limited Partners shall have no right to vote on, consent to, contest or otherwise approve or object to any agreement or transaction of any nature by or involving the Partnership so long as the Management Committee has approved such agreement or transaction, whether or not any other party to such agreement or transaction may be directly or indirectly controlled by, in control of or under common control with any of the Partners or any of the Representatives, and whether or not any of the Partners or any of the Representatives may otherwise have a conflict of interest in connection with such agreement or transaction.

**2.10 Admission of New General and Limited Partners.**

(a) Upon the filing of an Amended and Restated Certificate of Limited Partnership of the Partnership ("Amended Certificate") with the California Secretary of State which indicates that PolyKK, Polydor and MED are admitted to the Partnership as general partners of the Partnership, said admission shall become effective. The parties also agree that PHI shall cease to be a general partner of the Partnership at the time the Amended Certificate is filed with the California Secretary of State which reflects the fact that PHI is not listed on the Amended Certificate as a general partner of the Partnership. Further, the parties agree that upon the filing of the Amended Certificate PGD, PMDC, PRI and PHI shall be admitted as limited partners of the Partnership and Constant shall cease to be a limited partner of the Partnership.

(b) Upon the Closing and without any further action on the part of the Partners, MMC and Busby shall be admitted as limited partners of the Partnership and shall each make the capital contribution to the Partnership of the cash set forth with respect to such party on Schedule A.

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**ARTICLE 3  
CAPITAL CONTRIBUTIONS AND PARTNERSHIP CAPITAL**

**3.1 Capital Contributions.** Immediately prior to the closing of the acquisition of Motown's assets pursuant to the Asset Purchase Agreement, each Partner shall make a capital contribution to the Partnership of the cash set forth with respect to such Partner on Schedule A. The amount of each Partner's capital contribution will be credited to its capital account. No Limited Partner shall have any obligation to make any contribution to the Partnership other than as set forth on Schedule A.

**3.2 Capital Accounts.** A separate capital account shall be established for each Partner by the Partnership.

**3.3 Partnership Capital.**

(a) No Partner shall be paid interest on any capital contribution to the Partnership or on such Partner's capital account, notwithstanding any disproportion therein as between Partners.

(b) Except as provided in Section 9A, the Partnership shall not redeem or repurchase any Partner's Partnership Interest, and no Partner shall have the right to withdraw any part of such Partner's capital contribution.

**3.4 Loans.** Any Partner may lend money to the Partnership on such terms and conditions as the lending Partner and the Management Committee shall determine. No such loan shall be regarded as a contribution to the capital of the Partnership.

**ARTICLE 4  
DISTRIBUTIONS OF CASH;  
ALLOCATIONS OF INCOME AND LOSSES**

**4.1 Distribution of Cash.**

(a) The Partnership will distribute cash to the General Partners from time to time when determined by the Management Committee. Except for liquidating distributions pursuant to Section 6.2(b)(iii), no Limited Partner shall have the right to any cash distribution from the Partnership.

(b) Except as provided in Section 4.1(c), cash shall be distributed to the General Partners pro rata in accordance with their respective capital contributions, until each General Partner has received an amount equal to its capital contribution:

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thereafter, cash shall be distributed to the General Partners pro rata in accordance with their respective Percentage Interests.

(c) All liquidating distributions of the Partnership shall be made in accordance with Section 6.2(b).

4.2 Allocation of Income and Losses. All items of income, gain, loss, deduction and credit of the Partnership shall be allocated among the Partners for book and tax purposes in accordance with their Percentage Interests.

4.3 Determination of Distributions Among Partners.

(a) All distributions of cash shall be paid to the Persons who are Partners on the day such distribution is made.

(b) The Partnership shall withhold from any distribution such amounts as are required to be withheld by the laws of any taxing jurisdiction. Such withheld amounts shall be treated as amounts distributed to the respective Partners on whose account the withholding was imposed for all purposes of this Agreement.

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ARTICLE 5  
MANAGEMENT

5.1 Management of Partnership. Prior to the consummation of the Partnership's acquisition of the assets of Motown, the business and affairs of the Partnership shall be managed by the General Partners, with each one of them having full right and power to act alone. Subsequent to the consummation thereof, the business and affairs of the Partnership shall be managed by any two of the General Partners acting together, with the two General Partners acting together having the full right and power to take any and all actions on behalf of the Partnership.

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5.2 Delegation of Authority to Management Committee. The Partnership shall have a management committee, the members of which shall be appointed in the manner provided in Section 5.4. Subject to the rights of the General Partners provided in Section 5.1, the Management Committee shall be responsible for all aspects of the operations of the Partnership, shall have full authority and discretion with respect to the management of the business of the Partnership and shall have the right, power and authority to cause the Partnership to do, or cause to be done, all acts and actions which in its judgment are necessary, proper, convenient or desirable in order to operate and conduct the business of the Partnership and to carry out and fulfill the purposes of the Partnership. The Management Committee shall not, however, take any action inconsistent with any action taken by any two General Partners acting together.

**5.3 Delegation of Authority Officers.**

(a) The Partnership shall have such officers with such powers and duties as the Management Committee shall determine from time to time. Each officer of the Partnership shall serve at the pleasure of the Management Committee, without prejudice to the rights, if any, of such officer under any contract of employment. Any officer may resign at any time; but without prejudice to the rights, if any, of the Partnership under any contract to which such officer is a party.

(b) The Management Committee may delegate all or any portion of its rights, powers and authority hereunder to an executive committee, consisting of one or more Representatives, which may exercise all such delegated right, power and authority between meetings of the Management Committee; provided, however, that the Chief Executive Officer of PolyGram N.V. shall be a member of any such executive committee.

(c) The Management Committee may delegate all or any portion of the right, power and authority to manage the day-to-day business, affairs, operations and activities of the Partnership to any officer of the Partnership or other person, subject to the ultimate direction, control and supervision of the Management Committee.

**5.4 Members of the Management Committee: Appointment and Removal.**

(a) The Management Committee shall consist of one Representative selected by each Partner. Each Partner shall also have the right to appoint an alternate to each Representative selected by that Partner by giving Notification to the other Partners. In case of the absence of a Representative, the alternate for that Representative may exercise all rights and powers of the absent Representative. Each Partner shall have the absolute and unconditional right to remove and to change its Representative and alternate from time to time by giving Notification to the other Partners. A vacancy on the Management Committee may be filled only by the Partner that originally appointed the Representative whose death, disability, removal or resignation created such vacancy. The Management Committee will initially consist of the seven Representatives listed below, who will serve on the Management Committee until their death, disability, removal or resignation. The General Partners agree that the Chief Executive Officer of PolyGram N.V. shall be selected by them as one of their Representatives.

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TRADEMARK

General Partner

Representative

PolyKK

Terumi Mizuta

Polydor

Takeo Goish

MED

Alain Levy

Limited Partner

PGD  
PMDC  
PHI  
PRI

John Reid  
Jan Cook  
Clarence Avant  
Eric Kronfeld

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(b) Upon the Closing and without any further action on the part of the Partners, the Management Committee shall be expanded to nine Representatives, with the addition of the two Representatives listed below, who will serve on the Management Committee until their death, disability, removal or resignation.

Limited Partner

Busby  
MMC

Jheryl Busby  
Martha H.W. Crowninshield

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5.5 Meetings of the Management Committee.

(a) Regular meetings of the Management Committee shall be held without call or notice at such time and place as shall from time to time be fixed by standing resolution of the Management Committee. Special meetings of the Management Committee may be held at any time and place whenever called by any Representative selected by a General Partner. Notification of a special meeting of the Management Committee shall be given to the other Representatives in accordance with the procedures set forth in Section 10.1 by the Representative calling the meeting at least forty-eight hours before the special meeting.

(b) The presence of six Representatives, one of whom must be a General Partner's Representative, at a regular or duly noticed special meeting of the Management Committee shall constitute a quorum for the transaction of business. Minutes for each Management Committee meeting shall be prepared and distributed to every Representative. Representatives may participate in a meeting through the use of

conference telephone or similar communications equipment, and such Representatives shall be considered present in person as long as all Representatives participating in such meeting can hear one another.

(c) Every act of the Management Committee taken at any meeting of the Management Committee, however called and noticed or wherever held, shall be as valid as though taken at a meeting duly held after regular call and notice, if a quorum is present and if, either before or after the meeting, each of the Representatives not present signs a written waiver of notice or a written consent to holding such meeting or approval of the minutes thereof.

(d) An act or decision done or made by a majority of the total number of Representatives present at a duly held meeting at which is quorum is present shall constitute action by the Management Committee.

(e) Any action required or permitted to be taken at any meeting of the Management Committee may be taken without a meeting if at least six Representatives, one of whom must be a General Partner's Representative, consent thereto in writing, the writing or writings are filed with the minutes of proceedings of the Management Committee and a copy of the writing or writings is sent to each non-consenting Representative.

5.6 Indemnification. The Partnership shall indemnify each member of the Management Committee pursuant to an indemnification agreement in the form of the attached Exhibit B or such other form as is mutually acceptable to such member and the Partnership.

ARTICLE 6  
DISSOLUTION, LIQUIDATION AND TERMINATION  
OF THE PARTNERSHIP

6.1 Events Causing Dissolution. The Partnership shall dissolve and its affairs shall be wound up upon the happening of any of the following events:

- (a) the expiration of its term as set forth in Section 2.8;
- (b) the sale or other disposition of all or substantially all the assets of the Partnership;
- (c) the written election of all of the General Partners to dissolve the Partnership (the Limited Partners having no right to vote);

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(ii) To payment (or the making of reasonable provision for payment thereof) of all debts and obligations of the Partnership to any Partners, prorated in accordance with the amount owed to each Partner if such remaining amounts are not sufficient to pay all such debts and obligations;

(iii) To the Partners, pro rata in accordance with their respective unreturned capital contributions, until each Partner has received an amount equal to any portion of its capital contribution which has not theretofore been distributed pursuant to Section 4.1(b); and

(iv) To the General Partners, in accordance with their respective Percentage Interests.

6.3 Cancellation of Certificate of Limited Partnership. Upon the completion of the winding up of the Partnership, the General Partners shall use their best efforts to cause any necessary documentation to be filed in order to reflect the termination of the Partnership.

ARTICLE 7  
ACCOUNTING; BOOKS AND RECORDS; ETC.

7.1 Accounting; Fiscal Year. The books and records of the Partnership shall be kept in accordance with any reasonable accounting method designated by the Management Committee. The fiscal year of the Partnership shall end on November 30 in each year.

7.2 Books and Records. The General Partners shall maintain, or cause to be maintained, all records necessary for documenting and reporting the business and affairs of the Partnership.

7.3 Bank Accounts. The Partnership shall establish and maintain accounts in such financial institutions (including, without limitation, national or state banks, trust companies, or savings and loan institutions) and in such amounts as the Management Committee may deem necessary from time to time. Checks shall be drawn on and withdrawals of funds shall be made from any such accounts for Partnership purposes and shall be signed by the person or persons designated by the Management Committee.

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**ARTICLE 8  
AMENDMENTS**

**8.1 Amendments.** This Agreement may be amended with the consent of a majority in Partnership Interest of the General Partners; provided, however, that without the consent of all of the Limited Partners, no amendment shall be effective that (i) increases the liability of any Limited Partner to the Partnership, to any Partner or any third party or (ii) adversely affects the rights of any Limited Partner under this Agreement or under applicable law.

**8.2 Copies of Amendments.** This Agreement and each amendment hereto or thereto shall be kept in the files of the Partnership and copies hereof and thereof shall be made available to each Partner upon written request.

**ARTICLE 9  
ASSIGNMENTS; ADDITIONAL AND SUBSTITUTE PARTNERS**

**9.1 Assignments.** No Partner may assign any interest in the Partnership without the consent of all of the other Partners. No assignee of any interest in the Partnership will have the right to exercise any rights of a Partner unless and until the assignee is admitted as a substitute General Partner or Limited Partner, as the case may be.

**9.2 Removal.** The Limited Partners shall have no right to remove a General Partner, whether or not the General Partner has assigned all of its interest in the Partnership.

**9.3 Additional and Substitute Partners.** A Person may be admitted as General or Limited Partner, either in addition to the then General and Limited Partners or in substitution for one or more of them, only with the approval of all of the other Partners.

**9.4 Busby and MMC.** Sections 9.1-9.3 do not apply to the transfers of the interests of MMC and Busby described in this Section. MMC agrees to sell its interest in the Partnership to the Partnership for \$1 upon payment to the Holder (as defined in the Sales Earnout dated as of September 1, 1993 between the Partnership and Motown (the "Sales Earnout")) of the amount provided in Section 1 of the Sales Earnout. Busby agrees to sell his interest in the Partnership to the Partnership for \$1 upon payment to the Holder (as defined in the Profit Earnout dated as of September 1, 1993 between the Partnership and Motown (the "Profit Earnout")) of the amount provided in Section 1.1 of the Profit Earnout. Any interest in the Partnership purchased pursuant to this Section shall be cancelled contemporaneous with such purchase.

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**ARTICLE 10  
MISCELLANEOUS PROVISIONS**

**10.1 Notification.** All notices and other communications required or permitted hereunder shall be in writing, shall be deemed duly given upon actual receipt, and shall be delivered (a) in person, (b) by registered or certified mail (air mail if addressed to an address outside of the country in which mailed), postage prepaid, return receipt requested, (c) by a generally recognized overnight courier service which provides written acknowledgement by the addressee of receipt, or (d) by facsimile or other generally accepted means of electronic transmission (provided that a copy of any notice delivered pursuant to this clause (d) shall also be sent pursuant to clause (b)), addressed as follows:

(i) if to PolyKK:

8-4 Ohashi 1-chome  
Meguro-ku  
Tokyo 153 Japan  
Attention: Takeo Gotoh  
Fax: 011-81-33-780-8619

with a copy to:

PolyGram International Limited  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-64-71-499-2596

(ii) if to Polydor:

8-4 Ohashi 1-chome  
Meguro-ku  
Tokyo 153 Japan  
Attention: Takeo Gotoh  
Fax: 011-81-33-780-8619

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with a copy to:

**PolyGram International Limited**  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-44-71-499-2596

(iii) if to MED:

c/o PolyGram GmbH  
P. O. Box 104909  
20034 Hamburg  
Federal Republic of Germany  
Attention: Head of Business and Legal Affairs  
Fax: 011-49-40-308-7655

with a copy to:

**PolyGram International Limited**  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-44-71-499-2596

(iv) if to PGD:

The Worldwide Plaza  
825 8th Avenue, 25th Floor  
New York, New York 10015  
Attention: Head of Business and Legal Affairs  
Fax: (212) 603-7935

with a copy to:

**PolyGram International Limited**  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-44-71-499-2596

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(v) if to PMDC:

700 South Battleground Avenue  
Grover, North Carolina 28073  
Attention: Head of Business and Legal Affairs  
Fax: (704) 734-4180

with a copy to:

PolyGram International Limited  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-44-71-499-2596

(vi) if to PHI:

The Worldwide Plaza  
825 8th Avenue, 25th Floor  
New York, New York 10015  
Attention: Head of Business and Legal Affairs  
Fax: (212) 603-7935

with a copy to:

PolyGram International Limited  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-44-71-499-2596

(vii) if to PRI:

The Worldwide Plaza  
825 8th Avenue, 25th Floor  
New York, New York 10015  
Attention: Head of Business and Legal Affairs  
Fax: (212) 603-7935

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with a copy to:

PolyGram International Limited  
30 Berkeley Square  
London W1X 5HA  
England  
Attention: General Counsel  
Fax: 011-44-71-499-2596

(viii) If to Busby:

424 South Plymouth Avenue  
Los Angeles, California 90020

with a copy to:

Irell & Manella  
1800 Avenue of the Stars  
Suite 900  
Los Angeles, California 90067  
Attention: Werner F. Wolfen, Esq.  
Fax: (310) 203-7199

(ix) If to Motown Management Corporation:

c/o Boston Ventures  
21 Custom House Street  
Boston, Massachusetts 02110  
Attention: Martha H.W. Crowninshield  
Fax: (617) 737-3709

with a copy to:

Irell & Manella  
1800 Avenue of the Stars  
Suite 900  
Los Angeles, California 90067  
Attention: Werner F. Wolfen, Esq.  
Fax: (310) 203-7199

10.2 Applicable Law. This Agreement shall be construed and enforced in accordance with the laws of the State of California.

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10.3 Counterparts. This Agreement may be executed in one or more counterparts, all of which shall be considered one and the same agreement, and shall become effective when one or more counterparts have been signed by each party and delivered to each party.

10.4 Separability of Provisions. Each provision of this Agreement shall be considered separable, and if for any reason any provision or provisions of this Agreement, or the application of such provision to any Person or circumstance, shall be held invalid or unenforceable, such provision or provisions shall be ineffective to the extent of such invalidity or unenforceability without invalidating the remaining provisions hereof, or the application of the affected provision to Persons or circumstances other than those to which it was held invalid or unenforceable.

10.5 Section Titles. Section titles are for descriptive purposes only and shall not control or alter the meaning of this Agreement as set forth in the text.

10.6 Waiver. No failure by any Partner to insist upon the strict performance of any covenant, duty, agreement or condition of this Agreement or to exercise any right or remedy consequent upon a breach thereof shall constitute a waiver of any such breach or any other covenant, duty, agreement or condition.

10.7 Entire Agreement. This Agreement constitutes the entire Agreement of the parties with respect to the subject matter hereof and supersedes any prior expression of intent or agreement of the Partners with respect thereto.

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IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written.

GENERAL PARTNERS:

LIMITED PARTNERS:

POLYGRAM KK

POLYGRAM GROUP DISTRIBUTION, INC.

By: Terumi Mizuta  
Terumi Mizuta  
President

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: Takeo Gotoh  
Takeo Gotoh  
Chief Financial Officer

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

POLYDOR KK

POLYGRAM MANUFACTURING AND DISTRIBUTION CENTERS, INC.

By: Terumi Mizuta  
Terumi Mizuta  
President Chairman

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: Takeo Gotoh  
Takeo Gotoh  
Chief Financial Officer

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

MOTOWN ENTERTAINMENT (DEUTSCHLAND) GmbH

POLYGRAM HOLDING, INC.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

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IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written.

GENERAL PARTNERS:

LIMITED PARTNERS:

POLYGRAM KK

POLYGRAM GROUP DISTRIBUTION, INC.

By: \_\_\_\_\_  
Terumi Mizuta  
President

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Takeo Gotoh  
Chief Financial Officer

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

POLYDOR KK

POLYGRAM MANUFACTURING AND DISTRIBUTION CENTERS, INC.

By: \_\_\_\_\_  
Terumi Mizuta  
President

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Takeo Gotoh  
Chief Financial Officer

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

MOTOWN ENTERTAINMENT (DEUTSCHLAND) GmbH

POLYGRAM HOLDING, INC.

By: Götz Kiso  
Name: Götz Kiso Managing Director  
Its: M.D.

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: ppa Reiber  
Name: SEIBT  
Its: Produkt

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

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REEL 1223 FRAME 198

IN WITNESS WHEREOF, the undersigned have executed this Agreement as of the date first above written.

GENERAL PARTNERS:

LIMITED PARTNERS:

POLYGRAM KK

POLYGRAM GROUP DISTRIBUTION, INC.

By: \_\_\_\_\_  
Terumi Mizuta  
President

By: James Caputo  
Name: James Caputo  
Its: President

By: \_\_\_\_\_  
Takeo Gotoh  
Chief Financial Officer

By: Julie H. Swidler  
Name: Julie G. Swidler  
Its: Assistant Secretary

POLYDOR KK

POLYGRAM MANUFACTURING AND DISTRIBUTION CENTERS, INC.

By: \_\_\_\_\_  
Terumi Mizuta  
President

By: Peter O'Connell  
Name: Peter O'Connell  
Its: Assistant Secretary

By: \_\_\_\_\_  
Takeo Gotoh  
Chief Financial Officer

By: Julie H. Swidler  
Name: Julie G. Swidler  
Its: Assistant Secretary

MOTOWN ENTERTAINMENT (DEUTSCHLAND) GmbH

POLYGRAM HOLDING, INC.

By: \_\_\_\_\_  
Name:  
Its:

By: Erich Kronfeld  
Name: Erich Kronfeld  
Its: President and COO

By: \_\_\_\_\_  
Name:  
Its:

By: Julie H. Swidler  
Name: Julie G. Swidler  
Its: Assistant Secretary

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POLYGRAM RECORDS, INC.

By: [Signature]  
Name: Eric Kronfeld  
Its: President

By: [Signature]  
Name: Julie G. Swidler  
Its: Assistant Secretary

WITHDRAWING GENERAL PARTNER:

POLYGRAM HOLDING, INC.

By: [Signature]  
Name: Eric Kronfeld  
Its: President and CEO

By: [Signature]  
Name: Julie G. Swidler  
Its: Assistant Secretary

WITHDRAWING LIMITED PARTNER:

Richard Constant

LIMITED PARTNERS (admission effective as of the satisfaction of the condition set forth in Section 2.10(b)):

MOTOWN MANAGEMENT CORPORATION

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

Jheryl Busby

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**POLYGRAM RECORDS, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**WITHDRAWING GENERAL PARTNER:**

**POLYGRAM HOLDING, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**WITHDRAWING LIMITED PARTNER:**

*R. W. Cass*  
Richard Constant

**LIMITED PARTNERS (admission effective as of the satisfaction of the condition set forth in Section 2.10(b)):**

**MOTOWN MANAGEMENT CORPORATION**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

Jberyl Busby

REEL 1223 FRAME 201  
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UMG 000102

**POLYGRAM RECORDS, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**WITHDRAWING GENERAL PARTNER:**

**POLYGRAM HOLDING, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**WITHDRAWING LIMITED PARTNER:**

Richard Constant

**LIMITED PARTNERS** (admission effective as of the satisfaction of the condition set forth in Section 2.10(b)):

**MCTOWN MANAGEMENT CORPORATION**

By: *[Signature]*  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

Jheryl Busby

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UMG 000103

**POLYGRAM RECORDS, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

**WITHDRAWING GENERAL PARTNER:**

**POLYGRAM HOLDING, INC.**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

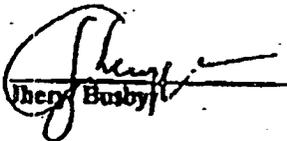
**WITHDRAWING LIMITED PARTNER:**

Richard Constant

**LIMITED PARTNERS** (admission effective as of the satisfaction of the condition set forth in Section 2.10(b)):

**MOTOWN MANAGEMENT CORPORATION**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Its: \_\_\_\_\_

  
Cheryl Busby

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Schedule A

Name of General Partner                      Capital Contribution

PolyGram KK                                      \$ [REDACTED]

Polydor KK                                        \$ [REDACTED]

Motown Entertainment  
(Deutschland) GmbH                            \$ [REDACTED]

Name of Limited Partner                      Capital Contribution

PolyGram Group  
Distribution, Inc.                                \$ [REDACTED]

PolyGram Manufacturing  
and Distribution Centers, Inc.                \$ [REDACTED]

PolyGram Holding, Inc.                        \$ [REDACTED]

PolyGram Records, Inc.                       \$ [REDACTED]

Motown Management  
Corporation                                      \$ [REDACTED]

Jheryl Busby                                     \$ [REDACTED]

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EXHIBIT B

INDEMNIFICATION AGREEMENT

THIS INDEMNIFICATION AGREEMENT (the "Agreement") is made and entered into as of this \_\_\_\_ day of \_\_\_\_\_, 199\_\_, by and between Motown Record Company, L.P., a California limited partnership ("Company"), and \_\_\_\_\_, an individual ("Representative"), with reference to the following facts and circumstances:

- A. Representative shall serve as a member ("Member") of Company's Management Committee.
- B. Representative has expressed a reluctance to become a Member of Company without adequate indemnification or insurance against the substantial risks of liability currently associated with being a Member.
- C. In order to induce Representative to become a Member, Company has agreed to grant Representative adequate indemnification and insurance against such risks of liability

NOW, THEREFORE, in consideration of Representative's agreement to serve as a Member, Company hereby agrees as follows:

1. **Indemnification.** If Representative is made a party to or is threatened to be made a party to or is involuntarily involved in any threatened, pending or completed action or proceeding which is filed subsequent to the date hereof, whether civil, criminal, administrative or investigative (a "Proceeding"), by reason of the fact that Representative (a) is or was a Member of Company, or (b) is or was serving at the request of Company as a management committee member and/or director of another foreign or domestic partnership, corporation, joint venture, trust or other enterprise, whether the basis of such Proceeding is an alleged action in an official capacity as a Member, management committee member, director and/or partner, or in any other capacity while a Member, management committee member, director and/or partner, Representative shall be indemnified and held harmless by Company to the fullest extent possible under applicable law (assuming in the case of a California limited partnership that the standards of Section 317 of the California Corporations Code as then in force are applicable) against all expenses, liability and loss (including, without limitation, reasonable attorneys' fees and costs, judgments, fines, ERISA excise taxes or penalties and amounts paid or to be paid in settlement, provided that no settlement shall be made without Company's prior written consent, which shall not be unreasonably withheld) actually and reasonably incurred or

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suffered by Representative in connection with such Proceeding. Reasonable expenses incurred by Representative in defending any such Proceeding shall be advanced by Company prior to the final disposition of any such Proceeding upon receipt by Company of an undertaking by or on behalf of Representative to repay all amounts so advanced if it should be determined ultimately that Representative is not entitled to be indemnified under this Agreement or otherwise.

2. Remedy to Enforce Right to Indemnification. If a claim for indemnity under Section 1 of this Agreement is not paid in full by Company within ninety (90) days after a written claim has been received by Company, Representative may at any time thereafter bring suit against Company to recover the unpaid amount of the claim, together with interest thereon, and if successful in whole or in part, Representative shall also be entitled to be paid the expense of prosecuting such claim, including reasonable attorneys' fees and costs incurred in connection therewith. It shall be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any Proceeding in advance of its final disposition where the required undertaking has been tendered to Company) that Representative has not met the standards of conduct which make it permissible under applicable law (assuming in the case of a California limited partnership that the standards of section 317 of the California Corporations Code as then in force are applicable) for Company to indemnify Representative for the amount claimed, but the burden of proving such a defense shall be on Company. Neither the failure of Company (or of its general partners, its full Management Committee, its Members who are not parties to the Proceeding with respect to which indemnification is claimed, its limited partners, or independent legal counsel) to have made a determination prior to the commencement of an action pursuant to this Section 2 that indemnification of Representative is proper in the circumstances because Representative has met the applicable standard of conduct under applicable law, nor an actual determination by any such person or persons that Representative has not met such applicable standard of conduct, shall be a defense to such action or create a presumption that Representative has not met the applicable standard of conduct.

3. Contract Right Not Exclusive. The rights conferred to Representative by this Agreement shall not be exclusive of any other right which Representative may have or hereafter acquire under applicable law, or any provision contained in Company's Certificate of Limited Partnership or the Limited Partnership Agreement, or any other agreement, or pursuant to a vote of partners or disinterested Members, or otherwise. Neither this Agreement nor any payments made hereunder shall constitute a waiver of any claims that Company may have or obtain under the Limited Partnership Agreement.

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4. **Insurance.** Company may purchase and maintain insurance on behalf of its employees, Members and partners against any liability asserted against or incurred by any of them by reason of the fact that such person is or was an employee, Member or partner of Company whether or not Company would have the power to indemnify such persons against such liability under applicable law. Representative agrees to reimburse Company for any funds paid hereunder which are paid to Representative under any such policy.

5. **Termination.** This Agreement may only be amended or terminated by a writing to that effect executed by Company and Representative. Representative shall not forfeit its status as a beneficiary under this Agreement by the termination of Representative's relationship with Company.

6. **Saving Clause.** If this Agreement or any portion thereof shall be invalidated on any ground by any court of competent jurisdiction, Company shall nevertheless indemnify Representative to the fullest extent permitted by any applicable portion of this Agreement that shall not have been invalidated or by any other applicable law.

7. **Successors and Assigns.** This Agreement shall be binding upon Company and its successors and assigns.

8. **Notices.** Unless otherwise specifically permitted by this Agreement, all notices under this Agreement will be in writing and will be delivered by personal service or telegram, telecopy or certified mail (if such service is not available, then by first class mail), postage prepaid, to such address as may be designated from time to time by the relevant party, and which will initially be as set forth below. Any notice sent by certified mail will be deemed to have been given three (3) days after the date on which it is mailed. All other notices will be deemed given when received. No objection may be made to the manner of delivery of any notice actually received in writing by an authorized agent of a party. Notices will be addressed as follows or to such other address as the party to whom the same is directed will have specified in conformity with the foregoing:

(i) **IF to Representative:**

\_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_  
 Attn: \_\_\_\_\_  
 Fax: \_\_\_\_\_

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REEL 1286 FRAME 277

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With a copy given in like manner to:

\_\_\_\_\_  
\_\_\_\_\_  
Attn: \_\_\_\_\_  
Fax: \_\_\_\_\_

(ii) If to Company:

Notown Record Company, L.P.  
6255 Sunset Boulevard  
Los Angeles, California 90028  
Attn: Head of Business and Legal Affairs  
Fax: (213) 298-4585

With copies given in like manner to:

PolyGram International Ltd.  
30 Berkeley Square  
London W1X 5HA  
England  
Attn: General Counsel  
Fax: 011-44-71-499-2596

PolyGram KK  
8-4, Ohashi 1-Chome  
Meguro-ku  
Tokyo 153, Japan  
Attn: Takao Gotoh  
Fax: 011-81-33-780-8619

Notown Entertainment (Deutschland) GmbH  
P.O. Box 104909  
20034 Hamburg  
Federal Republic of Germany  
Attn: Head of Business and Legal Affairs  
Fax: 011-49-40-308-7655

O'Melveny & Myers  
1999 Avenue of the Stars, Suite 700  
Los Angeles, California 90067  
Attn: David I. Weil, Esq.  
Fax: (310) 246-6779

9. Applicable Law. This Agreement shall be governed by and construed in accordance with California law.

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REEL 1286 FRAME 278

TRADEMARK

REEL 1223 FRAME 208

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first written above.

MOTOWN RECORD COMPANY, L.P.,  
a California limited partnership

By: \_\_\_\_\_  
Its: \_\_\_\_\_

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TRADEMARK

**ACTION BY WRITTEN CONSENT  
OF THE MANAGEMENT COMMITTEE  
OF  
MRAC, L.P.  
a California limited partnership**

The undersigned, representing the number of members of the Management Committee of MRAC, L.P., a California limited partnership (the "Partnership"), required to act pursuant to Section 5.3(e) of the Amended and Restated Limited Partnership Agreement, dated as of August 30, 1993 (the "Partnership Agreement"), hereby consent in writing to the adoption of the following resolutions on behalf of the Partnership, effective on the date of the latest signature below.

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REEL 1286 FRAME 280

**1. DESIGNATION, POWERS AND DUTIES OF OFFICERS**

WHEREAS, it is deemed to be in the best interests of the Partnership to determine what officers the Partnership should have and to designate their powers and duties;

NOW, THEREFORE, BE IT RESOLVED, that the Management Committee hereby determines that the Partnership may have those officers described on Exhibit A attached hereto and that such officers shall have the powers and duties described on such Exhibit.

TRADEMARK

REEL 1223 FRAME 210

**2. APPOINTMENT OF OFFICERS**

WHEREAS, it is deemed to be in the best interest of the Partnership to elect officers of the Partnership;

NOW, THEREFORE, BE IT RESOLVED, that effective upon the closing of the transactions contemplated by that certain Asset Purchase Agreement, dated as of July 30, 1993, by and between Motown Record Company, L.P., a Delaware limited partnership and the Partnership (the "Asset Purchase Agreement"), the Management Committee hereby duly elects the following individuals as officers of the Partnership, each such officer to serve at the pleasure of the Management Committee:

Name	Title
Clarence Avant	Chairman
Alain Levy	Vice Chairman
Jheryl Busby	President and Chief Executive Officer

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3. RIGHTS, POWERS AND AUTHORITY OF EXECUTIVE COMMITTEE

WHEREAS, it is deemed to be in the best interests of the Partnership to establish an Executive Committee of the Partnership;

NOW, THEREFORE, BE IT RESOLVED, that the Management Committee hereby establishes an Executive Committee of the Partnership, which shall consist of one or more members, and the Executive Committee shall have and may exercise all the rights, powers and authority of the Management Committee in the management of the business and affairs of the Partnership between meetings of the Management Committee;

RESOLVED FURTHER, that effective upon the closing of the transactions contemplated by the Asset Purchase Agreement, Clarence Avant, Alain Levy and Jberyl Busby are designated as the members of the Executive Committee and that each member of the Executive Committee shall serve until such member's successor is appointed by the Management Committee;

RESOLVED FURTHER, that a majority of the members of the Executive Committee shall constitute a quorum for the transaction of business, and that meetings of the Executive Committee may be held in any place and in any manner as permitted by applicable law;

RESOLVED FURTHER, that any action may be taken by the Executive Committee by the unanimous written consent of its members.

REEL 1286 FRAME 281

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REEL 1223 FRAME 211

TRADEMARK

CC1-17276.V1

UMG 000112

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the dates set forth below.

Dated: 9-1-93

*T. Mizuta*  
Terumi Mizuta

Dated: 9-1-93

*Takao Gotoh*  
Takao Gotoh

Dated: \_\_\_\_\_

\_\_\_\_\_  
John Reid

Dated: \_\_\_\_\_

\_\_\_\_\_  
Alain Levy

Dated: \_\_\_\_\_

\_\_\_\_\_  
Jan Cook

Dated: \_\_\_\_\_

\_\_\_\_\_  
Clarence Avant

Dated: \_\_\_\_\_

\_\_\_\_\_  
Eric Kronfeld

TRADEMARK

REEL 1286 FRAME 282

TRADEMARK

REEL 1223 FRAME 212

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IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the dates set forth below.

Dated: \_\_\_\_\_

Terumi Mizuta

Dated: \_\_\_\_\_

Takoo Gotoh

Dated: \_\_\_\_\_

John Field

Dated: 9/1/93

Alain Levy

Dated: \_\_\_\_\_

Jan Cost

Dated: 9/1/93

Clareece Avamp

Dated: 9/1/93

Eric Krosfeld

REEL 1286 FRAME 283

TRADEMARK

REEL 1223 FRAME 213

TRADEMARK

001-12276V1

UMG 000114

IN WITNESS WHEREOF, the undersigned have executed this Written Consent as of the dates set forth below.

Dated: \_\_\_\_\_

Terumi Mizuta

Dated: \_\_\_\_\_

Takao Gotob

Dated: \_\_\_\_\_

John Reid

Dated: \_\_\_\_\_

Alain Levy

Dated: September 1, 1993

Jan Cook

Dated: \_\_\_\_\_

Clarence Avani

Dated: \_\_\_\_\_

Eric Kronfeld

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REEL 1223 PAGE 211

**EXHIBIT A**

**Designation, Powers and Duties of Officers of  
MRAC, L.P.**

**Section I. Officers.** MRAC, L.P. (the "Partnership") may have a Chairman, Vice Chairman, President and Chief Executive Officer, Secretary, Treasurer and such other officers as may be elected or appointed by the Management Committee of the Partnership (the "Management Committee"). Any two or more of such offices may be held by the same person.

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**Section II. Removal and Resignation.** Any officer may be removed, either with or without cause, by the Management Committee at any time. Any such removal shall be without prejudice to the rights, if any, of the officer under any contract of employment of the officer.

Any officer may resign at any time by giving written notice to the Partnership but without prejudice to the rights, if any, of the Partnership under any contract to which the officer is a party. Any such resignation shall take effect at the date of the receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

**Section III. Powers and Duties.** Subject to the provisions of the Amended and Restated Limited Partnership Agreement of the Partnership (the "Partnership Agreement"), the powers and duties of the Chairman, Vice Chairman, President and Chief Executive Officer, Secretary and Treasurer shall be as follows:

**Chairman.** The Chairman shall, if present, preside at all meetings of the Management Committee and shall also perform such additional or other duties, otherwise consistent with the position of Chairman, as may be assigned from time to time by the Management Committee.

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REEL 1223 FRAME 215

**Vice Chairman.** In the absence or disability of the Chairman, the Vice Chairman shall perform all the duties of the Chairman and when so acting shall have all the powers of and be subject to all the restrictions upon the Chairman. The Vice Chairman shall also perform such additional or other duties, otherwise consistent with the position of Vice Chairman, as may be assigned from time to time by the Management Committee.

**President and Chief Executive Officer.** The President and Chief Executive Officer shall perform such duties consisting generally of responsibility for the overall management of the business and internal operations of the Partnership. The President

and Chief Executive Officer shall also perform such additional or other duties, otherwise consistent with the position of President and Chief Executive Officer, as may be assigned from time to time by the Management Committee.

**Secretary.** The Secretary shall keep, or cause to be kept, at the Partnership's principal executive office and such other place as the Management Committee may order, a book of minutes of all meetings of the Management Committee, with the time and place of holding, whether regular or special, and if special, the notice thereof given, the names of those present at such meetings, and the proceedings thereof. The Secretary shall keep, or cause to be kept, a copy of the Partnership Agreement at the Partnership's principal executive office.

The Secretary shall give, or cause to be given, notice of all meetings of the Management Committee required by the Partnership Agreement to be given, and subject to the provisions of the Partnership Agreement and to the control of the Management Committee, shall also perform such additional or other duties, otherwise consistent with the position of Secretary, as may be assigned from time to time by the Management Committee.

**Treasurer.** The Treasurer shall be the chief financial officer of the Partnership and shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of the Partnership and shall send or cause to be sent such financial statements and reports as are required to be sent pursuant to the Partnership Agreement.

The Treasurer shall deposit all moneys and other valuables in the name and to the credit of the Partnership with such depositories as may be designated by the Management Committee. The Treasurer shall disburse the funds of the Partnership as may be ordered by the Management Committee, shall render to the Management Committee, whenever they request it, an account of all transactions as Treasurer and of the financial condition of the Partnership and subject to the provisions of the Partnership Agreement and to the control of the Management Committee, shall also perform such additional or other duties, otherwise consistent with the position of Treasurer, as may be assigned from time to time by the Management Committee.

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REEL 1223 FRAME 215

TRADEMARK

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SERIALS MARK OFFICE

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SERIALS MARK OFFICE

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2

TOTAL P.33

UMG 000117

## Trademark Assignment Details

Reel/Frame: 1301 / 0411

Pages: 4

Received:

Recorded: 02/07/1995

Conveyance: CHANGE OF NAME EFFECTIVE AUGUST 30, 1993. SEE DOCUMENT FOR DETAILS.

Total properties: 17

1	Serial #: <u>72208479</u> Mark: MOTOWN	Filing Dt: 12/18/1964	Reg #: <u>800977</u>	Reg. Dt: 12/28/1965
2	Serial #: <u>72208480</u> Mark: TAMLA	Filing Dt: 12/18/1964	Reg #: <u>800978</u>	Reg. Dt: 12/28/1965
3	Serial #: <u>72281609</u> Mark: MOTOWN	Filing Dt: 10/02/1967	Reg #: <u>881471</u>	Reg. Dt: 11/25/1969
4	Serial #: <u>72427376</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985972</u>	Reg. Dt: 06/11/1974
5	Serial #: <u>72427378</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>1026437</u>	Reg. Dt: 12/02/1975
6	Serial #: <u>72427379</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>985973</u>	Reg. Dt: 06/11/1974
7	Serial #: <u>72427385</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985976</u>	Reg. Dt: 06/11/1974
8	Serial #: <u>73089645</u> Mark: HITSVILLE	Filing Dt: 06/07/1976	Reg #: <u>1077295</u>	Reg. Dt: 11/15/1977
9	Serial #: <u>73095605</u> Mark: M MOTOWN	Filing Dt: 08/04/1976	Reg #: <u>1075409</u>	Reg. Dt: 10/18/1977
10	Serial #: <u>73132322</u> Mark: MOTOWN	Filing Dt: 06/29/1977	Reg #: <u>1102357</u>	Reg. Dt: 09/12/1978
11	Serial #: <u>73492998</u> Mark: M	Filing Dt: 08/02/1984	Reg #: <u>1432360</u>	Reg. Dt: 03/10/1987
12	Serial #: <u>73533087</u> Mark: M	Filing Dt: 04/19/1985	Reg #: <u>1368252</u>	Reg. Dt: 10/29/1985
13	Serial #: <u>74060670</u> Mark: MOTOWN REVUE	Filing Dt: 05/21/1990	Reg #: <u>1730413</u>	Reg. Dt: 11/03/1992
14	Serial #: <u>74060671</u> Mark: MOTORTOWN REVUE	Filing Dt: 05/21/1990	Reg #: <u>1687331</u>	Reg. Dt: 05/12/1992
15	Serial #: <u>74274075</u> Mark: MOTOWN REVUE	Filing Dt: 05/11/1992	Reg #: <u>1766298</u>	Reg. Dt: 04/20/1993
16	Serial #: <u>74319227</u> Mark: MOTOWN	Filing Dt: 09/30/1992	Reg #: <u>1829466</u>	Reg. Dt: 04/05/1994
17	Serial #: <u>74342673</u> Mark: MOTOWN MASTER SERIES	Filing Dt: 12/23/1992	Reg #: <u>1851323</u>	Reg. Dt: 08/30/1994

Assignor

1 MRAC, L.P.

Exec Dt: 08/30/1993

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

**Assignee**

1 MOTOWN RECORD COMPANY, L.P.

5750 WILSHIRE BOULEVARD, SUITE 300

LOS ANGELES, CALIFORNIA 90036

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

**Correspondence name and address**

PHILIPS ELECTRONICS NORTH AMERICA CORP.

EDWARD W. GOODMAN

INTELLECTUAL PROPERTY DEPARTMENT

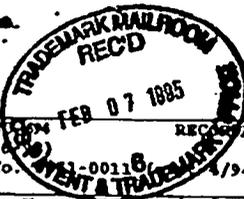
580 WHITE PLAINS ROAD

TARRYTOWN, NEW YORK 10591

Search Results as of: 03/28/2008 03:34 PM

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web interface last modified: February 22, 2007 v.2.0



Assign. BR.

Form 700 (Rev. 4/84) REGISTRATION FORM COVER SHEET TRADEMARKS ONLY U.S. Dept. of Commerce Patent and Trademark Office

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

Send copy 2-7-95

1. Name of conveying party(ies):  
 MRAC, L.P.

Individual(s) \_\_\_\_\_ Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_ Ltd Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_ of State of CA \_\_\_\_\_  
 Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  
 Yes  No

2. Nature of conveyance: 40  
 Assignment \_\_\_\_\_ Merger \_\_\_\_\_  
 Security Agreement \_\_\_\_\_ Change of Name \_\_\_\_\_  
 Other \_\_\_\_\_ Recorded Change of Name \_\_\_\_\_

Execution Date: August 30, 1995  
 Recorded at: Reel 1223, Frame 178

3. Name and address of receiving party(ies):  
 Name: NOTOWN RECORD COMPANY, L.P.  
 Internal Address: \_\_\_\_\_  
 Street Address: 5750 WILSHIRE BOULEVARD,  
SUITE 300  
 City: LOS ANGELES State: CA Zip: 90036

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership CALIFORNIA  
 Corporation-State \_\_\_\_\_  
 Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designations must be a separate document from Assignment)  
 Additional name(s) & Address(es) attached?  Yes  No

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FEB 21 AM 9  
ASSIGNMENT BRANCH

FEB 30 11 AM 4 11  
TRADEMARK

4. Application number(s) or registration number(s)  
 A. Trademark Application No. (s)  
 B. Trademark Registration No. (s)  
 \*See Attachment  
 Yes  No

Additional numbers attached?  Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Philips Electronics North America Corporation  
 Internal Address: Intellectual Property Department  
 Street Address: 580 White Plains Road  
 City: Tarrytown State: NY Zip: 10591

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41) ... \$440.00  
 Enclosed  Authorized to to Deposit Account

8. Deposit Account Number: 14-1270  
 (Attach duplicate copy of this page paying by deposit account)

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.  
Edward W. Goodman Name of Person Signing  
[Signature] Signature  
February 1, 1995 Date

Total number of pages including cover sheet, attachments, and documents: 42  
89191836

Mail documents to be recorded with required cover sheet information to: Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231  
2015001 63/21/95 1077295 14-1270 150 431 40.00CH  
2015001 63/21/95 1077295 14-1270 150 432 400.00CH

UMG 000120

ATTACHMENT TO FORM PTO 1594

TRADEMARK REGISTRATIONS

<u>TRADEMARK</u>	<u>REGISTRATION NUMBER</u>
HITSVILLE & Design	1,077,295
M & Design	1,368,252
M & Design	1,432,360
MOTORTOWN REVUE	1,687,331
MOTOWN	800,977
MOTOWN	881,471
MOTOWN	1,102,357
MOTOWN	1,829,466
MOTOWN (Stylized)	985,972
MOTOWN & Design	985,976
MOTOWN M & Design	1,075,409
MOTOWN MASTER SERIES & Design	1,851,323
MOTOWN REVUE	1,730,413
MOTOWN REVUE	1,766,298
TAMLA	800,978
TAMLA (Stylized)	985,973
TAMLA & Design	1,026,437

TRADEMARK

REEL 1301 FRAME 12

UMG 000121



Form PTO 157

RECORDATION FORM COVER SHEET

U.S. Dept. of Commerce

TRADEMARKS ONLY

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):  
 MRAC, L.P.

Individual(s) \_\_\_\_\_ Association \_\_\_\_\_  
 General Partnership  Ltd Partnership \_\_\_\_\_  
 Corporation-State \_\_\_\_\_ of State of CA \_\_\_\_\_  
 Other \_\_\_\_\_ 107A

Additional name(s) of conveying party(ies) attached?  
 Yes  No

2. Name and address of receiving party(ies):  
 Name: NOTOWN RECORD COMPANY, L.P.  
 Internal Address: \_\_\_\_\_  
 Street Address: 625N Sunset Boulevard  
 City: Los Angeles State: CA Zip: 90028

Individual(s) citizenship \_\_\_\_\_  
 Association \_\_\_\_\_  
 General Partnership \_\_\_\_\_  
 Limited Partnership of State of CA \_\_\_\_\_  
 Corporation-State \_\_\_\_\_  
 Other \_\_\_\_\_

3. Nature of conveyance: 40  
 Assignment \_\_\_\_\_ Merger \_\_\_\_\_  
 Security Agreement  Change of Name \_\_\_\_\_  
 Other \_\_\_\_\_

Execution Date: August 30, 1994  
 (Page 3, Article 2, Paragraph 2.1)

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No  
 (Designation must be a separate document from Assignment)  
 Additional name(s) & Address(es) attached?  Yes  No

4. Application number(s) or registration number(s)  
 A. Trademark Application No. (s)  
 \*see attachment

B. Trademark Registration No. (s)  
 Yes  No

5. Name and address of party to whom correspondence concerning document should be mailed:  
 Name: Philips Electronics North America Corporation  
 Internal Address: \_\_\_\_\_  
Intellectual Property Department  
 Street Address: 380 White Plains Road  
 City: Tarrytown State: NY Zip: 10591

6. Total number of applications and registrations involved: 19

7. Total fee (37 CFR 3.41) ... \$ 490.00  
 Enclosed  Authorized to Deposit Account

8. Deposit Account Number: 14-1280  
 (Attach duplicate copy of this page 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.  
Edward W. Goodman Signature September 15, 1994 Date  
 Total number of pages comprising cover sheet 38

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:  
 Commissioner of Patents and Trademarks  
 Box Assignments  
 Washington, D.C. 20231

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

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 TRADEMARK  
 DEPARTMENT  
 OCT 12 PM 12:01  
 PHIL 223 FILE 178  
 PHIL 301 FILE 13

"Notification" means a writing, containing the information required by this Agreement to be communicated to any Person, sent as provided in Section 10.1.

"Partner" means any General Partner or Limited Partner.

"Partnership" means MRAC, L.P.

"Partnership Interest" or "Interest" means the interest of a Partner in all rights, benefits and obligations to which such Partner may be entitled or subject, as set forth in or determined under this Agreement.

"Percentage Interest" means [redacted] in the case of PolyK, [redacted] in the case of Polydor, [redacted] in the case of MED and [redacted] in the case of each Limited Partner.

"Person" means an individual, a corporation, a partnership, an association, a trust, or any other entity or organization.

"Representative" means the person selected by a Partner to be its representative on the Management Committee, as provided in Section 5.4.

ARTICLE 2  
THE PARTNERSHIP

2.1 Name. The name of the Partnership shall be:

MRAC, L.P.

However, upon compliance with applicable laws and contemporaneous with the closing of the acquisition of Motown's assets pursuant to the Asset Purchase Agreement, the Partnership shall change its name to:

MOTOWN RECORD COMPANY, L.P.

2.2 Continuation of Partnership. The parties hereby continue a limited partnership heretofore formed under and pursuant to the Act.

2.3 Business and Purpose. The purposes and business of the Partnership shall be (i) the acquisition of the assets of Motown and the ownership, operation, sale and other transfer of such assets as a record business, including, but not limited to, the exploitation of the Motown repertoire of new and catalogue artists in the United States and the worldwide exploitation of any and all trademarks, trade names and

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PATENT AND TRADEMARK  
OFFICE

REEL 1301 FRAME 14  
TRADEMARK

REEL 1223 FRAME 182  
TRADEMARK

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## Trademark Assignment Details

Reel/Frame: 1071 / 0223

Pages: 8

Received:

Recorded: 10/13/1993

Conveyance: ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

Total properties: 40

1	Serial #: <u>72208479</u> Mark: MOTOWN	Filing Dt: 12/18/1964	Reg #: <u>800977</u>	Reg. Dt: 12/28/1965
2	Serial #: <u>72208480</u> Mark: TAMLA	Filing Dt: 12/18/1964	Reg #: <u>800978</u>	Reg. Dt: 12/28/1965
3	Serial #: <u>72281609</u> Mark: MOTOWN	Filing Dt: 10/02/1967	Reg #: <u>881471</u>	Reg. Dt: 11/25/1969
4	Serial #: <u>72297308</u> Mark: THE TEMPTATIONS	Filing Dt: 05/03/1968	Reg #: <u>879695</u>	Reg. Dt: 10/28/1969
5	Serial #: <u>72334858</u> Mark: RARE EARTH	Filing Dt: 08/08/1969	Reg #: <u>893744</u>	Reg. Dt: 06/30/1970
6	Serial #: <u>72419999</u> Mark: JACKSON 5	Filing Dt: 03/30/1972	Reg #: <u>965809</u>	Reg. Dt: 08/07/1973
7	Serial #: <u>72427376</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985972</u>	Reg. Dt: 06/11/1974
8	Serial #: <u>72427378</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>1026437</u>	Reg. Dt: 12/02/1975
9	Serial #: <u>72427379</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>985973</u>	Reg. Dt: 06/11/1974
10	Serial #: <u>72427385</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985976</u>	Reg. Dt: 06/11/1974
11	Serial #: <u>72429154</u> Mark: NATURAL RESOURCES	Filing Dt: 07/05/1972	Reg #: <u>985977</u>	Reg. Dt: 06/11/1974
12	Serial #: <u>72429156</u> Mark: NATURAL RESOURCES	Filing Dt: 07/05/1972	Reg #: <u>985978</u>	Reg. Dt: 06/11/1974
13	Serial #: <u>73010404</u> Mark: THE SUPREMES	Filing Dt: 01/07/1974	Reg #: <u>1003076</u>	Reg. Dt: 01/28/1975
14	Serial #: <u>73034421</u> Mark: THE SUPREMES	Filing Dt: 10/11/1974	Reg #: <u>1009265</u>	Reg. Dt: 04/22/1975
15	Serial #: <u>73089645</u> Mark: HITSVILLE	Filing Dt: 06/07/1976	Reg #: <u>1077295</u>	Reg. Dt: 11/15/1977
16	Serial #: <u>73095605</u> Mark: M MOTOWN	Filing Dt: 08/04/1976	Reg #: <u>1075409</u>	Reg. Dt: 10/18/1977
17	Serial #: <u>73132322</u> Mark: MOTOWN	Filing Dt: 06/29/1977	Reg #: <u>1102357</u>	Reg. Dt: 09/12/1978

18	Serial #: <u>73464663</u> Mark: MOROCCO	Filing Dt: 02/08/1984	Reg #: <u>1342156</u>	Reg. Dt: 06/18/1985
19	Serial #: <u>73492998</u> Mark: M	Filing Dt: 08/02/1984	Reg #: <u>1432360</u>	Reg. Dt: 03/10/1987
20	Serial #: <u>73533087</u> Mark: M	Filing Dt: 04/19/1985	Reg #: <u>1368252</u>	Reg. Dt: 10/29/1985
21	Serial #: <u>74060670</u> Mark: MOTOWN REVUE	Filing Dt: 05/21/1990	Reg #: <u>1730413</u>	Reg. Dt: 11/03/1992
22	Serial #: <u>74060671</u> Mark: MOTORTOWN REVUE	Filing Dt: 05/21/1990	Reg #: <u>1687331</u>	Reg. Dt: 05/12/1992
23	Serial #: <u>74274075</u> Mark: MOTOWN REVUE	Filing Dt: 05/11/1992	Reg #: <u>1766298</u>	Reg. Dt: 04/20/1993
24	Serial #: <u>74276052</u> Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: <u>1885546</u>	Reg. Dt: 03/21/1995
25	Serial #: <u>74276061</u> Mark: MOTOWN'S MOJAZZ	Filing Dt: 05/18/1992	Reg #: NONE	Reg. Dt:
26	Serial #: <u>74276062</u> Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: <u>2055631</u>	Reg. Dt: 04/22/1997
27	Serial #: <u>74276361</u> Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: <u>1917167</u>	Reg. Dt: 09/05/1995
28	Serial #: <u>74276514</u> Mark: MOTOWN'S MOJAZZ	Filing Dt: 05/18/1992	Reg #: NONE	Reg. Dt:
29	Serial #: <u>74277092</u> Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: <u>1885656</u>	Reg. Dt: 03/21/1995
30	Serial #: <u>74316903</u> Mark: SLIGHTLY TO THE LEFT	Filing Dt: 09/23/1992	Reg #: <u>1935750</u>	Reg. Dt: 11/14/1995
31	Serial #: <u>74316917</u> Mark: MOJAZZ	Filing Dt: 09/23/1992	Reg #: NONE	Reg. Dt:
32	Serial #: <u>74316918</u> Mark: SLIGHTLY TO THE LEFT	Filing Dt: 09/23/1992	Reg #: NONE	Reg. Dt:
33	Serial #: <u>74316922</u> Mark: MOJAZZ	Filing Dt: 09/23/1992	Reg #: NONE	Reg. Dt:
34	Serial #: <u>74319226</u> Mark: MOTOWN	Filing Dt: 09/30/1992	Reg #: NONE	Reg. Dt:
35	Serial #: <u>74319227</u> Mark: MOTOWN	Filing Dt: 09/30/1992	Reg #: <u>1829466</u>	Reg. Dt: 04/05/1994
36	Serial #: <u>74319495</u> Mark: MOTOWN	Filing Dt: 09/30/1992	Reg #: <u>2040824</u>	Reg. Dt: 02/25/1997
37	Serial #: <u>74326622</u> Mark: THE JACKSONS AN AMERICAN DREAM	Filing Dt: 10/28/1992	Reg #: NONE	Reg. Dt:

38 Serial #: 74326643 Filing Dt: 10/28/1992 Reg #: NONE Reg. Dt:  
Mark: THE JACKSONS AN AMERICAN DREAM  
39 Serial #: 74339032 Filing Dt: 12/10/1992 Reg #: NONE Reg. Dt:  
Mark: MOTOWN MASTER SERIES  
40 Serial #: 74342673 Filing Dt: 12/23/1992 Reg #: 1851323 Reg. Dt: 08/30/1994  
Mark: MOTOWN MASTER SERIES

**Assignor**

1 MOTOWN RECORD COMPANY, L.P.

Exec Dt: 09/02/1993

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: DELAWARE

**Assignee**

1 MRAC, L.P.

6255 SUNSET BOULEVARD LOS ANGELES, CA 90028

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

**Correspondence name and address**

STACY A. KREISBERG, ESQ.  
O'MELVENY & MYERS  
1999 AVENUE OF THE STARS  
SUITE 700  
LOS ANGELES, CA 90067

Search Results as of: 03/28/2008 03:34 PM

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web Interface last modified: February 22, 2007 v.2.0

RECORDATION COVER SHEET

TRADEMARKS

To the Honorable Commissioner of Patents and Trademarks:  
Please record the attached original document.

*Record as of 10/13/93*

1. Name of conveying party: *99 DE*  
Motown Record Company, L.P., a Delaware limited partnership

2. Name and address of receiving party:  
MRAC, L.P., a California limited partnership *99 CA*  
6255 Sunset Boulevard  
Los Angeles, California 90028

3. Nature of conveyance: *of*  
Deed of Assignment, executed as of September 2, 1993

4. Application numbers and registration numbers:

A. Trademark Application Nos.:

- 74/319,227
- 74/342,673
- 74/276,052
- 74/277,092
- 74/316,917
- 74/316,922
- 74/276,062
- 74/276,361
- 74/319,226
- 74/319,495
- 74/339,032
- 74/276,061
- 74/276,514
- 74/326,622
- 74/326,643
- 74/316,903
- 74/316,918

B. Trademark Registration Nos.:

- 1,077,295
- 965,809
- 1,368,252
- 1,432,360
- 1,075,409
- 1,342,156
- 1,687,331

TRADEMARK

REC 1071 RME223

*8914-5356*

800,977  
881,471  
985,972  
1,102,357  
985,976  
1,730,413  
1,766,298  
985,978  
985,977  
893,744  
800,978  
985,973  
1,026,437  
1,003,076  
1,009,265  
879,695

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

Stacy A. Kreisberg, Esq.  
O'Melveny & Myers  
1999 Avenue of the Stars, Suite 700  
Los Angeles, California 90067

(6.) Total number of applications and registrations involved:

40

(7.) Total fee:

\$1,015 (enclosed)

TRADEMARK

REEL 1071 FRAME 224

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.

Stacy A. Kresberg  
STACY A. KREISBERG

10-12-93  
Date

10.

TOTAL NUMBER OF PAGES COMPRISING COVER SHEET: 78 Pages

REEL 071 FRAME 225  
TRADEMARK

74 MAIL ROOM  
OCT 13 1993  
PAT. & TRADEMARK

O'MELVENY & MYERS

1999 AVENUE OF THE STARS  
LOS ANGELES, CALIFORNIA 90067-6035  
TELEPHONE (310) 883-0700  
TELEX 674097 FACSIMILE (310) 246-6778

October  
12th  
1993

EMBARCADERO CENTER WEST  
275 BATTERY STREET  
SAN FRANCISCO, CALIFORNIA 94111-3306  
TELEPHONE (415) 984-8700  
FACSIMILE (415) 984-8701  
10 FINSBURY SQUARE  
LONDON EC2A 1LA  
TELEPHONE (071) 386-8445  
FACSIMILE (071) 639-8208  
ANAKAWA TWIN TOWER, EAST 18th FLOOR  
217-23 ANAKAWA, MINATO-KU  
TOKYO 107  
TELEPHONE (03) 3587-2800  
FACSIMILE (03) 3587-9738  
AVENUE LOUISE 106  
1050 BRUSSELS  
TELEPHONE (02) 647-06-60  
FACSIMILE (02) 648-47-30

300 SOUTH HOPE STREET  
LOS ANGELES, CALIFORNIA 90071-2800  
TELEPHONE (313) 866-8000  
FACSIMILE (313) 869-8407  
AIRPORT CENTER DRIVE  
EACH, CALIFORNIA 93060-8429  
TELEPHONE (714) 780-8600  
FACSIMILE (714) 660-8904  
855 13th STREET, NW  
WASHINGTON, D.C. 20004-1109  
TELEPHONE (202) 383-6300  
FACSIMILE (202) 383-6414  
CITICORP CENTER  
153 EAST 53rd STREET  
NEW YORK, NEW YORK 10022-6011  
TELEPHONE (212) 326-2000  
FACSIMILE (212) 326-2081

WRITER'S DIRECT DIAL NUMBER  
(310) 246-6786

OUR FILE NUMBER  
677,463-001

VIA EXPRESS MAIL

Honorable Commissioner of  
Patents and Trademarks  
Box 5  
Washington, D.C. 20231

Attention: Assignment and Certification Division

Dear Sir:

Please record the enclosed Assignment of Application.

Enclosed herewith is our check in the amount of One  
Thousand Fifteen Dollars (\$1,015.00) to cover the costs of  
recordation. Please acknowledge receipt of the enclosed document  
by date-stamping the enclosed post card and returning it to me as  
indicated. After recordation, kindly return the document to me  
at the address indicated above.

Thank you for your kind assistance in connection with  
this matter.

Very truly yours,

*Stacy A. Kreisberg*  
Stacy A. Kreisberg  
for O'MELVENY & MYERS

Enclosure

cc: Sharon A. Borak, Esq.

176649

090 BA 10/28/93 74319227

0 481 40.00 CK

090 BA 10/28/93 74319227

0 482 975.00 CK

RECEIVED  
OCT 28 AM 7:13

FILE 1071 FILE 226

89145356

UMG 000142

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

DEED OF ASSIGNMENT

WHEREAS, Motown Record Company, L.P., a Delaware limited partnership ("Assignor") whose principal address is 6255 Sunset Boulevard, Los Angeles, California 90028 has adopted, used and is using those certain marks listed on Schedule 1 hereto for which it has obtained or applied for registration from the United States Patent and Trademark office, together with any marks in which only common law rights exist (collectively, the "Marks"); and

WHEREAS, MRAC, L.P., a California limited partnership ("Assignee"), whose principal address is c/o A&M Records, Inc., 1416 North La Brea Avenue, Los Angeles, California 90028, is desirous of acquiring the Marks, all related goodwill, together with any and all related registrations or applications for registration, as well as the right to sue for any past infringement of the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign to Assignee all of Assignor's right, title, and interest in and to the Marks together with the goodwill of the business symbolized thereby, as well as any and all related registrations or applications for registration and any and all causes of action for past infringement of the Marks.

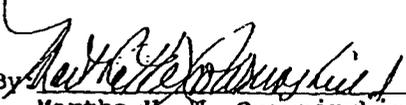
For those Marks listed on Schedule 1 for which there is a pending application for registration, Assignee requests that the Commissioner of Patents and Trademarks issue the registrations to Assignee.

Executed at Boston, Massachusetts, effective as of the 2nd day of September, 1993.

ASSIGNOR

Motown Record Company, L.P.

By: Motown Management Corporation,  
General Partner

By:   
Martha H. W. Crowninshield  
President

TRADEMARK

FILED 07 1 1993

100N0068.WP

UMG 000143

STATE OF MA )

COUNTY OF SUFFOLK )

On October 6, 1993, before me, Sherri L. Dettenrieder  
Notary Public, personally appeared Martha H. W. Crowninshield  
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 she executed the same in her authorized capacity, and  
that by her 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.

*Sherri L. Dettenrieder*  
*Martha H. W. Crowninshield*

Notary Public

TRADEMARK

REEL 071 FRAME 228

SCHEDULE 1

U.S. REGISTERED MARKS

<u>MARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>
HITSVILLE	1,077,295	11/15/77
JACKSON 5	965,809	08/07/73
M & Design	1,368,252	10/29/85
M & Design	1,432,360	03/10/87
M MOTOWN & Design	1,075,409	10/18/77
MOROCCO & Design	1,342,156	06/18/85
MOTORTOWN REVUE	1,687,331	05/12/92
MOTOWN	800,977	12/28/65
MOTOWN	881,471	11/25/69
MOTOWN	985,972	06/11/74
MOTOWN	1,102,357	09/12/78
MOTOWN & Design	985,976	06/11/74
MOTOWN REVUE	1,730,413	11/03/92
MOTOWN REVUE	1,766,298	04/20/93
NATURAL RESOURCES	985,978	06/11/74
NATURAL RESOURCES & Design	985,977	06/11/74
RARE EARTH	893,744	06/30/70
TAMLA	800,978	12/28/65
TAMLA	985,973	06/11/74
TAMLA & Design	1,026,437	12/02/75
THE SUPREMES	1,003,076	01/28/75
THE SUPREMES	1,009,265	04/22/75
THE TEMPTATIONS	879,695	10/28/69

TRADEMARK

NEI 071 FINE 29

U.S. PENDING APPLICATIONS

Use Applications

<u>MARK</u>	<u>APP. NO.</u>	<u>APP. DATE</u>
MOTOWN	319,227	09/30/92
MOTOWN MASTER SERIES & Design	342,673	12/23/92

Intent to Use Applications

<u>MARK</u>	<u>APP. NO.</u>	<u>APP. DATE</u>
MOJAZZ	276,052	05/18/92
MOJAZZ	277,092	05/18/92
MOJAZZ	316,917	09/23/92
MOJAZZ	316,922	09/23/92

108N0068.WP

-1-

UMG 000145

MOJAZZ & Design	276,062	05/18/92
MOJAZZ & Design	276,361	05/18/92
MOTOWN	319,226	09/30/92
MOTOWN	319,495	09/30/92
MOTOWN MASTER SERIES & Design	339,032	12/10/92
MOTOWN'S MOJAZZ	276,061	05/18/92
MOTOWN'S MOJAZZ	276,514	05/18/92
THE JACKSONS AN AMERICAN DREAM & Design	326,622	10/28/92
THE JACKSONS AN AMERICAN DREAM & Design	326,643	10/28/92
SLIGHTLY TO THE LEFT	316,903	09/23/92
SLIGHTLY TO THE LEFT	316,918	09/23/92

REI 071 FIVE 230

TRADEMARK

09/13/92

TRADE  
MARK

108H0068.WP

-2-

UMG 000146

## Trademark Assignment Details

Reel/Frame: 1996 / 0290

View Recorded Assignment

Pages: 2

Received: 03/01/2000

Recorded: 11/17/1999

Conveyance: CHANGE OF NAME

### Total properties: 2

- |   |                       |                       |               |                     |
|---|-----------------------|-----------------------|---------------|---------------------|
| 1 | Serial #: 72281609    | Filing Dt: 10/02/1967 | Reg #: 881471 | Reg. Dt: 11/25/1969 |
|   | Mark: MOTOWN          |                       |               |                     |
| 2 | Serial #: 72297308    | Filing Dt: 05/03/1968 | Reg #: 879695 | Reg. Dt: 10/28/1969 |
|   | Mark: THE TEMPTATIONS |                       |               |                     |

### Assignor

- 1 MRAC, L.P.

Exec Dt: 09/02/1993

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

### Assignee

- 1 MOTOWN RECORD COMPANY, L.P.  
WORLD WIDE PLAZA  
825 RIGHTH AVENUE  
NEW YORK, NEW YORK 10019

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: CALIFORNIA

### Correspondence name and address

ANNE B. NIELSEN  
100 UNIVERSAL CITY PLAZA  
LRW-6  
UNIVERSAL CITY, CA 91608

Search Results as of: 03/28/2008 03:34 PM

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web Interface last modified: February 22, 2007 v.2.0

MED 11/1/99  
Tab settings 000

03-01-2000



U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioners

101257405

1 original document or copy thereof.

1. Name of conveying party(ies):

MRAC, L.P.

Name: Motown Record Company, L.P.

Internal Address: Worldwide Plaza

Street Address: 825 Eighth Avenue

City: New York State: NY ZIP: 10019

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership  
California

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 9-2-93

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership  
California
- Corporation-State
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark registration No.(s)

879695, 881471

Additional numbers attached?  Yes  No

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

Name: Anne B. Nielsen

Internal Address: LRW-6

Street Address: 100 Universal City Plaza

City: Universal City State: CA ZIP: 91608

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41): \$ 65.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 50-0333

(Attach duplicate copy of this page if paying by deposit account)

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.

Anne B. Nielsen  
Name of Person Signing

11-15-99  
Date

Total number of pages comprising cover sheet: 3

OMB No. 0651-0011 (Rev. 4/84)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

11/29/1999 JEN:AZZ 00000176 500333 879695

Commissioner of Patents and Trademarks  
Box Assignments  
Washington, D.C. 20231

01 FC:481  
02 FC:482

40.00 CH  
25.00 CH

Public burden reporting for this sample cover sheet is estimated to average about 30 minutes per document to be recorded, including time for reviewing the document and gathering the data needed, and completing and reviewing the sample cover sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Office of Information Systems, PK2-1000C, Washington, D.C. 20231, and to the Office of Management and Budget, Paperwork Reduction Project (0651-0011), Washington, D.C. 20503.

TRADEMARK  
REEL: 001996 FRAME: 0290  
UMG 000148



# State of California

## Secretary of State

Form L

### AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP

**IMPORTANT—Read instructions on back before completing this form**

This Certificate is presented for filing pursuant to Section 15622, California Corporations Code.

<b>1. SECRETARY OF STATE FILE NO.</b> <small>(ORIGINAL CERTIFICATE—FORM LP-1)</small>  9321100010	<b>2. NAME OF LIMITED PARTNERSHIP</b>  XRAC, L.P., a California limited partnership
<b>3. THE CERTIFICATE OF LIMITED PARTNERSHIP IS AMENDED AS FOLLOWS: COMPLETE APPROPRIATE SUB-SECTIONS; CONTINUE ON SECOND PAGE, IF NECESSARY.</b>	
<b>A. THE LIMITED PARTNERSHIP NAME IS CHANGED TO:</b> Motown Record Company, L.P., a California limited partnership	
<b>B. PRINCIPAL EXECUTIVE OFFICE ADDRESS CHANGE:</b>  ADDRESS:  CITY:                      STATE:                      ZIP CODE:	<b>E. GENERAL PARTNER NAME CHANGE:</b>  OLD NAME:  NEW NAME:
<b>C. CALIFORNIA OFFICE ADDRESS CHANGE:</b>  ADDRESS:  CITY:                      STATE: CA                      ZIP CODE:	<b>F. GENERAL PARTNER(S) WITHDRAWN:</b>  NAME:  NAME:
<b>D. GENERAL PARTNER ADDRESS CHANGE:</b>  NAME:  ADDRESS:  CITY:                      STATE:                      ZIP CODE:	<b>G. GENERAL PARTNER ADDED:</b>  NAME:  ADDRESS:  CITY:                      STATE:                      ZIP CODE:
<b>H. PERSON(S) WINDING UP AFFAIRS OF LIMITED PARTNERSHIP:</b>  NAME:  ADDRESS:  CITY:                      STATE:                      ZIP CODE:	<b>I. INFORMATION CONCERNING THE AGENT FOR SERVICE OF PROCESS HAS BEEN CHANGED TO:</b>  NAME:  ADDRESS:  CITY:                      STATE: CA                      ZIP CODE:
<b>J. THE NUMBER OF GENERAL PARTNERS REQUIRED TO ACKNOWLEDGE AND FILE CERTIFICATES OF AMENDMENT, RESTATEMENT, DISSOLUTION, CONTINUATION, CANCELLATION AND MERGER IS CHANGED TO:</b>  <div style="text-align: center;"> <input type="checkbox"/> </div> <small>(PLEASE INDICATE NUMBER ONLY)</small>	<b>K. OTHER MATTERS TO BE INCLUDED IN THE CERTIFICATE OF LIMITED PARTNERSHIP ARE AMENDED AS INDICATED ON THE ATTACHED PAGE(S).</b>  NUMBER OF PAGES ATTACHED: <span style="border: 1px solid black; padding: 2px 10px;">0</span>

**4. I, A MEMBER, DECLARE THAT I AM (AND THE PERSONS WHO EXECUTED THIS AMENDMENT TO THE IDENTIFIED CERTIFICATE OF LIMITED PARTNERSHIP, WHICH EXECUTION IS MY JOINT ACT AND DEED, USE INSTRUCTIONS)**

Signature: <u><i>[Signature]</i></u> Name: Terumi Hiyata Position or Title: President of PolyGram KK Date: 9/2/93	SIGNATURE  POSITION OR TITLE  DATE
Signature: <u><i>[Signature]</i></u> Name: Takao Gotoh, CHIEF Position or Title: Financial Officer of PolyGram KK Date: 9/2/93	SIGNATURE  POSITION OR TITLE  DATE

THE SPACE FOR FILING OFFICER USE

**5. RETURN ACKNOWLEDGMENT TO:**

NAME: Sharon A. Borak, Esq.  
 ADDRESS: O'Melveny & Myers  
 CITY: 1999 Avenue of the Stars, #700  
 STATE: Los Angeles, CA 90067-6026

RECORDED: 11/17/1999

TRADEMARK  
 REEL: 001996 FRAME: 0291  
 UMG 000149

## Trademark Assignment Details

Reel/Frame: 2737 / 0324

[View Recorded Assignment](#)

Pages: 3

Received: 05/21/2003

Recorded: 05/21/2003

Conveyance: ASSIGNS THE ENTIRE INTEREST

### Total Properties: 24

1	Serial #: <u>72208479</u> Mark: MOTOWN	Filing Dt: 12/18/1964	Reg #: <u>800977</u>	Reg. Dt: 12/28/1965
2	Serial #: <u>72208480</u> Mark: TAMLA	Filing Dt: 12/18/1964	Reg #: <u>800978</u>	Reg. Dt: 12/28/1965
3	Serial #: <u>72281609</u> Mark: MOTOWN	Filing Dt: 10/02/1967	Reg #: <u>881471</u>	Reg. Dt: 11/25/1969
4	Serial #: <u>72297308</u> Mark: THE TEMPTATIONS	Filing Dt: 05/03/1968	Reg #: <u>879695</u>	Reg. Dt: 10/28/1969
5	Serial #: <u>72419999</u> Mark: JACKSON 5	Filing Dt: 03/30/1972	Reg #: <u>965809</u>	Reg. Dt: 08/07/1973
6	Serial #: <u>72427376</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985972</u>	Reg. Dt: 06/11/1974
7	Serial #: <u>72427378</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>1026437</u>	Reg. Dt: 12/02/1975
8	Serial #: <u>72427379</u> Mark: TAMLA	Filing Dt: 06/15/1972	Reg #: <u>985973</u>	Reg. Dt: 06/11/1974
9	Serial #: <u>72427385</u> Mark: MOTOWN	Filing Dt: 06/15/1972	Reg #: <u>985976</u>	Reg. Dt: 06/11/1974
10	Serial #: <u>73010404</u> Mark: THE SUPREMES	Filing Dt: 01/07/1974	Reg #: <u>1003076</u>	Reg. Dt: 01/28/1975
11	Serial #: <u>73034421</u> Mark: THE SUPREMES	Filing Dt: 10/11/1974	Reg #: <u>1009265</u>	Reg. Dt: 04/22/1975
12	Serial #: <u>73095605</u> Mark: M MOTOWN	Filing Dt: 08/04/1976	Reg #: <u>1075409</u>	Reg. Dt: 10/18/1977
13	Serial #: <u>73464663</u> Mark: MOROCCO	Filing Dt: 02/08/1984	Reg #: <u>1342156</u>	Reg. Dt: 06/18/1985
14	Serial #: <u>73492998</u> Mark: M	Filing Dt: 08/02/1984	Reg #: <u>1432360</u>	Reg. Dt: 03/10/1987
15	Serial #: <u>73533087</u> Mark: M	Filing Dt: 04/19/1985	Reg #: <u>1368252</u>	Reg. Dt: 10/29/1985
16	Serial #: <u>74276052</u> Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: <u>1885546</u>	Reg. Dt: 03/21/1995
17	Serial #: <u>74276062</u> Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: <u>2055631</u>	Reg. Dt: 04/22/1997

18	Serial #: 74276361 Mark: MOJAZZ	Filing Dt: 05/18/1992	Reg #: 1917167	Reg. Dt: 09/05/1995
19	Serial #: 74319495 Mark: MOTOWN	Filing Dt: 09/30/1992	Reg #: 2040824	Reg. Dt: 02/25/1997
20	Serial #: 74638081 Mark: M MOTOWN	Filing Dt: 02/22/1995	Reg #: 2242932	Reg. Dt: 05/04/1999
21	Serial #: 75441755 Mark: HITSVILLE	Filing Dt: 02/27/1998	Reg #: NONE	Reg. Dt:
22	Serial #: 75646055 Mark: MOTOWN M	Filing Dt: 02/22/1999	Reg #: 2663608	Reg. Dt: 12/17/2002
23	Serial #: 75866346 Mark: MOTOWN	Filing Dt: 12/07/1999	Reg #: 2767101	Reg. Dt: 09/23/2003
24	Serial #: 76117868 Mark: MOTOWN MASTER SERIES	Filing Dt: 08/29/2000	Reg #: 2516930	Reg. Dt: 12/11/2001

**Assignor**

1 MOTOWN RECORD COMPANY, L.P.

Exec Dt: 05/14/2003

Entity Type: LIMITED  
PARTNERSHIP

Citizenship: NONE

**Assignee**

1 UMG RECORDINGS, INC.

100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CALIFORNIA 91608

Entity Type: CORPORATION

Citizenship: DELAWARE

**Correspondence name and address**

ANNE B. NIELSEN  
100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CA 91608

Search Results as of: 03/28/2008 03:35 PM

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
Web interface last modified: February 22, 2007 v.2.0

05-22-2003

Form PTO-1594 (Rev. 10/02) OMB No. 0851-0027 (exp. 6/30/2005) Tab settings



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

102454165

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

1. Name of conveying party(ies): Motown Record Company, L.P. S-2103
Individual(s) Association General Partnership Limited Partnership Corporation-State Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies) Name: UMG Recordings, Inc. Internal Address: Street Address: 100 Universal City Plaza City: Universal City State: CA Zip: 91608
Individual(s) citizenship Association General Partnership Limited Partnership Corporation-State Delaware Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Assignment Merger Security Agreement Change of Name Other
Execution Date: 5/14/03

4. Application number(s) or registration number(s): A. Trademark Application No.(s) See Attached B. Trademark Registration No.(s) See Attached
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Anne B. Nielsen Internal Address: 1280 - 6th Floor Street Address: 100 Universal City Plaza City: Universal City State: CA Zip: 91608

6. Total number of applications and registrations involved: 24
7. Total fee (37 CFR 3.41): \$ 615.00 Enclosed Authorized to be charged to deposit account
8. Deposit account number: 50-0333

DO NOT USE THIS SPACE

9. Signature. Anne B. Nielsen Name of Person Signing Signature Date 5/16/03
Total number of pages including cover sheet, attachments, and document: 4

05/22/2003 ECDOPER 00000039 75441753 01 FC:0521 40.00 CH 02 FC:0522 575.00 CH

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002737 FRAME: 0324 UMG 000152

## SCHEDULE A

MARK	SERIAL NO.
HITSVILLE	75/441755
MOTOWN	75/866346

MARK	REG. NO.
MOTOWN MASTER SERIES & DESIGN	2516930
MOTOWN	881471
MOTOWN	800977
MOTOWN	2040824
MOTOWN (LOGO)	985972
MOTOWN (LOGO)	985976
M MOTOWN (LOGO)	1075409
M MOTOWN (LOGO)	2242932
M MOTOWN (LOGO)	2663608
M (LOGO)	1432360
M STIPPEN (LOGO)	1368252
TAMLA	985973
TAMLA	800978
TAMLA (LOGO IN HALVE CIRKEL)	1026437
MOROCCO (LOGO)	1342156
THE SUPREMES	1003076
JACKSON 5	965809
THE TEMPTATIONS	879695
MOJAZZ (LOGO)	2055631
MOJAZZ	1885546
MOJAZZ (LOGO)	1917167
THE SUPREMES	1009265

TRADEMARK  
REEL: 002737 FRAME: 0325  
OMG 000153

**ASSIGNMENT OF TRADEMARKS**

**WHEREAS**, Motown Record Company, L.P. a California limited partnership organized and existing under the laws of the State of California of which UMG Recordings, Inc. is the General Partner, having its principal place of business at 825 Eighth Avenue, Worldwide Plaza, New York, New York 10019 ("Assignor"), is the owner of all right, title and interest in and to the trademarks listed on the attached Schedule A (the "Trademarks"), and is the owner of the applications and registrations therefor; and

**WHEREAS**, UMG Recordings, Inc. a Delaware corporation organized and existing under the laws of the State of Delaware also having its principal place of business at 100 Universal City Plaza, Universal City, California 91608 ("Assignee"), desires to acquire all right, title and interest in and to the aforementioned Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor;

**NOW, THEREFORE**, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor hereby sells, assigns and transfers to Assignee the Assignor's entire right, title and interest in and to the Trademarks, the goodwill of the business symbolized thereby, and the applications and registrations therefor.

**IN TESTIMONY WHEREOF**, the Assignor has caused this Assignment of Trademarks to be executed by its authorized representative.

**MOTOWN RECORD COMPANY, L.P.**

May 14, 2003

By: 

Anne B. Nielsen  
Assistant Secretary  
UMG Recordings, Inc.  
General Partner

RECORDED: 05/21/2003

TRADEMARK  
REEL: 002737 FRAME: 0326  
UMG 000154

Int. Cl.: 42

Prior U.S. Cls.: 100 and 101

United States Patent and Trademark Office

Reg. No. 2,767,101

Registered Sep. 23, 2003

**SERVICE MARK  
PRINCIPAL REGISTER**

**MOTOWN**

MOTOWN RECORD COMPANY, L.P. (CALIFORNIA LIMITED PARTNERSHIP)  
1755 BROADWAY, 6TH FLOOR  
NEW YORK, NY 10019

OWNER OF U.S. REG. NOS. 881,471, 2,040,824,  
AND OTHERS.

FOR: RESTAURANT SERVICES, IN CLASS 42  
(U.S. CLS. 100 AND 101).

SN 75-866,346, FILED 12-7-1999.

FIRST USE 3-22-1999; IN COMMERCE 3-22-1999.

JACQUELINE A. LAVINE, EXAMINING ATTORNEY

UMG 000155

## Trademark Assignment Abstract of Title

**Total Assignments: 1**

**Serial #:** 75866346    **Filing Dt:** 12/07/1999    **Reg #:** 2767101    **Reg. Dt:** 09/23/2003

**Registrant:** MOTOWN RECORD COMPANY, L.P.

**Mark:** MOTOWN

**Assignment: 1**

**Reel/Frame:** 2737 / 0324    **Received:** 05/21/2003    **Recorded:** 05/21/2003    **Pages:** 3

**Conveyance:** ASSIGNS THE ENTIRE INTEREST

**Assignor:** MOTOWN RECORD COMPANY, L.P.

**Exec Dt:** 05/14/2003

**Entity Type:** LIMITED  
PARTNERSHIP

**Citizenship:** NONE

**Entity Type:** CORPORATION

**Citizenship:** DELAWARE

**Assignee:** UMG RECORDINGS, INC.

100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CALIFORNIA 91608

**Correspondent:** ANNE B. NIELSEN

100 UNIVERSAL CITY PLAZA  
UNIVERSAL CITY, CA 91608

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If you have any comments or questions concerning the data displayed, contact PRD / Assignments at 571-272-3350.  
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