

The Harry Fox Agency, Inc.

A SUBSIDIARY OF NATIONAL MUSIC PUBLISHERS' ASSOCIATION, INC.

601 West 26th Street, 5th Floor New York, NY 10001 Phone: 212-834-0100

Email: publisherservices@harryfox.com

Limited Quantity License for Digital Phonorecord Deliveries in the form of Ringtones (Hereinafter "Ringtones")

TO: [NAME] LICENSE NO.: [HFA LICENSE NO.]
[ADDRESS] LICENSE DATE: MONTH/DAY/YEAR
[CITY, STATE ZIP]

Refer to the provisions hereof reproduced in (E) varying terms of compulsory license provision of Copyright Act. The following is supplementary thereto:

A. SONG CODE: [HFA SONG IDENTIFICATION NO.]
TITLE: [SONG TITLE]
WRITERS: [NAME(S)]

B. INCOME PARTICIPANTS:
[PUBLISHER NAME(S)]

C. ISRC NO.: [INTERNATIONAL STANDARD RECORDING CODE FOR YOUR SOUND RECORDING]
ARTIST: [NAME]
ROYALTY FEE (BASED UPON STATUTORY RATE): [YOUR ROYALTY FEE]
PLAYING TIME: [MINUTES AND SECONDS]
QUANTITY OF RINGTONES LICENSED: [NUMBER OF RINGTONES YOU EXPECT TO DISTRIBUTE]

D. ADDITIONAL PROVISIONS:

THIS LICENSE AND ALL AUTHORITY TO MAKE AND DISTRIBUTE RINGTONES HEREUNDER SHALL EXPIRE ONE (1) YEAR FROM THE LICENSE DATE SHOWN ABOVE AND IS LIMITED TO SHARES OF THE MUSICAL WORK SET FORTH IN (B), SUPRA.

THE AUTHORITY HEREUNDER IS LIMITED TO (i) THE MAKING AND DISTRIBUTION OF NO MORE THAN THE QUANTITY OF RINGTONES STATED IN (C), SUPRA, AND (ii) THE MAKING OF A COPY OF A SOUND RECORDING OF THE MUSICAL WORK ON A COMPUTER FILE SERVER LOCATED IN THE UNITED STATES, ITS TERRITORIES OR POSSESSIONS, SOLELY FOR THE PURPOSE OF DISTRIBUTING SUCH RINGTONES.

CREDIT: IN REGARD TO ALL RINGTONES DISTRIBUTED HEREUNDER, YOU SHALL TO THE EXTENT FEASIBLE INCLUDE IN ANY GRAPHICS AND IMAGERY DISPLAYED IN CONNECTION WITH THE PLAYBACK OF SUCH RINGTONES WRITER/PUBLISHER CREDIT IN THE FORM OF THE NAMES OF THE WRITER(S) AND PUBLISHER(S) OF THE MUSICAL WORK EMBODIED IN SAID RINGTONE.

THE ISRC NUMBER FOR THE RELEVANT RECORDING OF THE MUSICAL WORK LICENSED HEREUNDER (OR OTHER APPLICABLE IDENTIFICATION NUMBER) SHALL BE INCLUDED IN THE FILE HEADER OF THE RINGTONE AND MUST BE PROVIDED TO US IF SUCH ISRC OR IDENTIFICATION NUMBER EXISTS,

THE AUTHORITY HEREUNDER IS LIMITED SOLELY TO THE MAKING AND DISTRIBUTING OF RINGTONES AND IS NOT APPLICABLE TO THE USE OF RINGBACKS. RINGBACKS SUBSTITUTE AN EXCERPT OF A PARTICULAR MASTER SOUND RECORDING OF A COMPOSITION FOR THE SOUND A CALLER NORMALLY HEARS WHILE WAITING FOR THE PERSON CALLED TO ANSWER THE PHONE. RINGBACKS ARE NOT WITHIN THE SCOPE OF THIS LICENSE.

LICENSEE IS NOT REQUIRED TO COUNTERSIGN THIS LIMITED QUANTITY LICENSE.

DATE OF RELEASE: [MONTH AND YEAR YOU FIRST FIX THE RINGTONE ON A SERVER]

RECORD LABEL: [YOUR RECORD LABEL NAME]

CONFIGURATION: RT Ringtone

VERSION: [YOUR VERSION COMMENTS]

E. GENERAL VARIATIONS OF COMPULSORY LICENSE PROVISION:

You have advised us, in our capacity as agent for the publisher(s) referred to in (B) supra that you wish to obtain a compulsory license to make and to distribute digital phonorecord deliveries (as defined in Section 115 of the Copyright Act, herein referred to as "DPDs") in the form of Ringtones (as defined in the regulations promulgated pursuant to Section 115 of the Copyright Act) of the copyrighted work referred to in (A), supra, under the compulsory license provision of Section 115 of the Copyright Act. The provisions hereof vary the terms of the compulsory license provision of the Copyright Act applicable to Ringtones.

Upon issuance of this license, you shall have all the rights which are granted to, and all the obligations which are imposed upon, users of said copyrighted works under the compulsory license provision of the Copyright Act, after phonorecords of the copyrighted work have been distributed to the public in the United States under the authority of the

copyright owner by another person, except that with respect to Ringtones thereof made and distributed hereunder:

1. In consideration of the limited quantity of Ringtones authorized hereunder and limited license term of one (1) year, and, upon your requesting this license, your nonrefundable payment to agent for and on behalf of said publisher(s) of the full royalty fee set forth in (C), supra, you need not otherwise pay royalties or account to us as agent. This license shall automatically be deemed null and void and of no effect if agent fails to receive timely, valid payment of all fees due with respect to this license.
2. This compulsory license covers and is limited to one particular recording of said copyrighted work as performed by the artist and on the phonorecord identified in (C) and (D), supra, and this compulsory license does not supersede nor in any way affect any prior agreements now in effect respecting phonorecords of said copyrighted work.
3. You need not serve or file the notice of intention to obtain a compulsory license required by the Copyright Act.
4. Additional provisions are reproduced under (D), supra.

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