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DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 03:08 PM 09/27/2005
INITIAL FILING NUM: 5298753 6
AMENDMENT NUMBER: 0000000
SRV: 050790929

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A NAME & PHONE OF CONTACT AT FILER (optional)

B SEND ACKNOWLEDGMENT TO: (Name and Address)
 Jeffrey A. Krieger, Esq.
 Greenberg Glusker Fields Claman
 Machtinger & Kinsella LLP
 1900 Avenue of the Stars, Suite 2100
 Los Angeles, CA 90067

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

OR

1a ORGANIZATION'S NAME

1b INDIVIDUAL'S LAST NAME Jackson **FIRST NAME** Michael **MIDDLE NAME** Joseph **SUFFIX**

1c MAILING ADDRESS 5225 Figueroa Mountain Road **CITY** Los Olivos **STATE** CA **POSTAL CODE** 93441 **COUNTRY** USA
 Neverland Valley Ranch

1d SEE INSTRUCTIONS **ADD'L INFO RE ORGANIZATION DEBTOR** **1e TYPE OF ORGANIZATION** **1f JURISDICTION OF ORGANIZATION** **1g ORGANIZATIONAL ID# if any** NONE

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

OR

2a ORGANIZATION'S NAME

2b INDIVIDUAL'S LAST NAME Jackson **FIRST NAME** Michael **MIDDLE NAME** Joseph **SUFFIX**

2c MAILING ADDRESS c/o The Yucaipa Companies **CITY** Houston **STATE** TX **POSTAL CODE** 77057 **COUNTRY** USA
 c/o Michael D. Sydow, Esq.
 2000 Bering Drive, Suite 700

2d SEE INSTRUCTIONS **ADD'L INFO RE ORGANIZATION DEBTOR** **2e TYPE OF ORGANIZATION** **2f JURISDICTION OF ORGANIZATION** **2g ORGANIZATIONAL ID# if any** NONE

3. SECURED PARTY'S NAME (or NAME of TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

OR

3a ORGANIZATION'S NAME

3b INDIVIDUAL'S LAST NAME Branca **FIRST NAME** John **MIDDLE NAME** **SUFFIX**

3c MAILING ADDRESS 1801 Century Park East **CITY** Los Angeles **STATE** CA **POSTAL CODE** 90067 **COUNTRY** USA

4. THIS FINANCING STATEMENT covers the following collateral:
 Five percent (5%) of Debtor's membership interest in Sony/ATV Music Publishing LLC, a Delaware limited liability company (the "Company"), and five percent (5%) of general intangibles, accounts receivable, payment intangibles owed to or owned by Debtor and any other rights to payment of all sums otherwise payable to the Debtor under the Company's limited liability company agreement, including any and all amendments thereto, or otherwise payable to the Debtor on account of or as a result of Debtor's membership interest in the Company.

5. ALTERNATIVE DESIGNATION (if applicable) LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6 This FINANCING STATEMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS **7** Check to REQUEST SEARCH REPORT(S) on Debtors (ADDITIONAL FEE) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

UCC FINANCING STATEMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

9.	NAME OF FIRST DEBTOR (1A OR 1B) ON RELATED FINANCING STATEMENT		
OR	9a. ORGANIZATION'S NAME		
	9b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME, SUFFIX
	Jackson	Michael	Joseph
10	MISCELLANEOUS		

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11	ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only org name (11a or 11b) - do not abbreviate or combine equities				
OR	11A. ORGANIZATION'S NAME MJ-ATV Publishing Trust				
	11B. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
11C.	MAILING ADDRESS c/o The Yucaipa Companies c/o Michael D. Sydow, Esq. 2000 Bering Drive, Suite 700	CITY Houston	STATE TX	POSTAL CODE 77057	COUNTRY USA
11D.	SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	11E. TYPE OF ORGANIZATION Business Trust	11F. JURISDICTION OF ORGANIZATION Delaware	11G. ORGANIZATIONAL ID# if any 991051614 <input type="checkbox"/> None

12	<input checked="" type="checkbox"/> ADDITIONAL SECURED PARTY'S or <input type="checkbox"/> ASSIGNOR'S S/P'S NAME - Insert only org name (12a or 12b)				
	12a. ORGANIZATION'S NAME Ziffren, Brittenham, Branca, Fischer, Gilbert-Lurie, Stiffelman & Cook LLP				
	12B. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX	
12c.	MAILING ADDRESS 1801 Century Park East	CITY Los Angeles	STATE CA	POSTAL CODE 90067	COUNTRY USA

13. This FINANCING STATEMENT covers timber to be cut or as-extracted collateral, or is filed as a fixture filing

14. Description of real estate:

15. Name and address of a RECORD OWNER of above-described real estate (if Debtor does not have a record interest):

16. Additional collateral description:

17. Check only if applicable and check only one box
Debtor is a Trust or Trustee acting with respect to property held in trust or Decedent's Estate

18. Check only if applicable and check only one box,
 Debtor is a TRANSMITTING UTILITY
 Filed in connection with a Manufactured-Home Transaction - effective 30 years
 Filed in connection with a Public-Finance Transaction - effective 30 years

FILING OFFICE COPY - UCC FINANCING STATEMENT ADDENDUM (FORM UCC1As) (REV 05/22/02)

UCC FINANCING STATEMENT ADDITIONAL PARTY

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

19 NAME OF FIRST DEBTOR (1a or 1b) ON RELATED FINANCING STATEMENT

19a. ORGANIZATION'S NAME		
OR		
19b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME SUFFIX
Jackson	Michael	Joseph

20. MISCELLANEOUS:

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21 ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (21a or 21b) - do not abbreviate or combine names

21a. ORGANIZATION'S NAME					
MJ-ATV Publishing Trust -- c/o Jackson International, LLC					
OR					
21b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
21c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
6100 Wilshire Boulevard, Suite 770		Los Angeles	CA	90048	USA
21d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	21e. TYPE OF ORGANIZATION	21f. JURISDICTION OF ORGANIZATION	21g. ORGANIZATIONAL ID #, if any	
		Business Trust	Delaware	991051614 <input type="checkbox"/> NONE	

22 ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (22a or 22b) - do not abbreviate or combine names

22a. ORGANIZATION'S NAME					
MJ-ATV Publishing Trust -- c/o The Yucaipa Companies, Attn: Michael D. Sydow, Esq.					
OR					
22b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
22c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
2000 Bering Drive, Suite 700		Houston	TX	77057	USA
22d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	22e. TYPE OF ORGANIZATION	22f. JURISDICTION OF ORGANIZATION	22g. ORGANIZATIONAL ID #, if any	
		Business Trust	Delaware	991051614 <input type="checkbox"/> NONE	

23 ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one name (23a or 23b) - do not abbreviate or combine names

23a. ORGANIZATION'S NAME					
MJ-ATV Publishing Trust -- c/o Provident Financial Management					
OR					
23b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
23c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY
10345 West Olympic Boulevard, Suite 200		Los Angeles	CA	90064	USA
23d. SEE INSTRUCTIONS	ADD'L INFO RE ORGANIZATION DEBTOR	23e. TYPE OF ORGANIZATION	23f. JURISDICTION OF ORGANIZATION	23g. ORGANIZATIONAL ID #, if any	
		Business Trust	Delaware	991051614 <input type="checkbox"/> NONE	

24 ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - Insert only one name (24a or 24b)

24a. ORGANIZATION'S NAME					
OR					
24b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
24c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

25 ADDITIONAL SECURED PARTY'S NAME (or Name of TOTAL ASSIGNEE) - Insert only one name (25a or 25b)

25a. ORGANIZATION'S NAME					
OR					
25b. INDIVIDUAL'S LAST NAME	FIRST NAME	MIDDLE NAME	SUFFIX		
25c. MAILING ADDRESS		CITY	STATE	POSTAL CODE	COUNTRY

UCC FINANCING STATEMENT AMENDMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

DELAWARE DEPARTMENT OF STATE
U.C.C. FILING SECTION
FILED 05:13 PM 05/01/2006
INITIAL FILING NUM: 5298753 6
AMENDMENT NUMBER: 6147145 7
SRV: 060403977

A. NAME & PHONE OF CONTACT AT FILER [optional]

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1a. INITIAL FINANCING STATEMENT FILE #

5298753 6 9/27/2005

1b. This FINANCING STATEMENT AMENDMENT is to be filed (for record) (or recorded) in the REAL ESTATE RECORDS.

2. TERMINATION: Effectiveness of the Financing Statement identified above is terminated with respect to security interest(s) of the Secured Party authorizing this Termination Statement

3. CONTINUATION: Effectiveness of the Financing Statement identified above with respect to security interest(s) of the Secured Party authorizing this Continuation Statement is continued for the additional period provided by applicable law.

4. ASSIGNMENT (full or partial): Give name of assignee in item 7a or 7b and address of assignee in item 7c, and also give name of assignor in item 8.

5. AMENDMENT (PARTY INFORMATION): This Amendment affects Debtor or Secured Party of record. Check only one of these two boxes.

Also check one of the following three boxes and provide appropriate information in items 6 and/or 7.

CHANGE name and/or address. Please refer to the detailed instructions in regards to changing the name/address of a party.

DELETE name: Give record name to be deleted in item 5a or 5b.

ADD name: Complete item 7a or 7b, and also item 7c, also complete items 7e-7g (if applicable).

6. CURRENT RECORD INFORMATION:

6a. ORGANIZATION'S NAME

OR 6b. INDIVIDUAL'S LAST NAME

Jackson

FIRST NAME

Michael

MIDDLE NAME

Joseph

SUFFIX

7. CHANGED (NEW) OR ADDED INFORMATION:

7a. ORGANIZATION'S NAME

OR 7b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME

SUFFIX

7c. MAILING ADDRESS

CITY

STATE

POSTAL CODE

COUNTRY

7d. SEE INSTRUCTIONS

ADD'L INFO RE ORGANIZATION DEBTOR

7e. TYPE OF ORGANIZATION

7f. JURISDICTION OF ORGANIZATION

7g. ORGANIZATIONAL ID #, if any

NONE

8. AMENDMENT (COLLATERAL CHANGE): check only one box.

Describe collateral deleted or added, or give entire restated collateral description, or describe collateral assigned

9. NAME OF SECURED PARTY OF RECORD AUTHORIZING THIS AMENDMENT (name of assignor, if this is an Assignment) If this is an Amendment authorized by a Debtor which adds collateral or adds the authorizing Debtor, or if this is a Termination authorized by a Debtor, check here and enter name of DEBTOR authorizing this Amendment

9a. ORGANIZATION'S NAME

OR 9b. INDIVIDUAL'S LAST NAME

Branca

FIRST NAME

John

MIDDLE NAME

SUFFIX

10. OPTIONAL FILER REFERENCE DATA

DE - SoS

075363-045

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)
5298753 6 9/27/2005

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)

12a. ORGANIZATION'S NAME

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

Branca

John

13. Use this space for additional information

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

Listed below are the additional debtors covered in this termination:

MICHAEL JOSEPH JACKSON
5225 Figueroa Mountain Road
Neverland Valley Ranch
Los Olivos, CA 93441

MICHAEL JOSEPH JACKSON
c/o The Yucaipa Companies
c/o Michale D. Sydow, Esq.
200 Bering Drive, Suite 700
Houston, TX 77057

MJ-ATV PUBLISHING TRUST - C/O JACKSON INTERNATIONAL, LLC
6100 Wilshire Boulevard, Suite 770
Los Angeles, CA 90048

MJ-ATV PUBLISHING TRUST - C/O THE YUCAIPA COMPANIES, ATTN: MICHAEL D. SYDOW, ESQ.
2000 Bering Drive, Suite 700
Houston, TX 77057

MJ-ATV PUBLISHING TRUST - C/O PROVIDENT FINANCIAL MANAGEMENT
10345 West Olympic Boulevard, Suite 200
Los Angeles, CA 90064

UCC FINANCING STATEMENT AMENDMENT ADDENDUM

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

11. INITIAL FINANCING STATEMENT FILE # (same as Item 1a on Amendment form)
5298753 6 9/27/2005

12. NAME OF PARTY AUTHORIZING THIS AMENDMENT (same as Item 9 on Amendment form)

12a. ORGANIZATION'S NAME

OR

12b. INDIVIDUAL'S LAST NAME

FIRST NAME

MIDDLE NAME, SUFFIX

Branca

John

13. Use this space for additional information

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Listed below are the additional secured parties covered in this termination:

John Branca
1801 Century Park East
Los Angeles, CA 90067

Ziffren, Brittenham, Branca, Fischer, Gilbert-Lurie, Stiffelman & Cook LLP
1801 Century Park East
Los Angeles, CA 90067