



**CO-PUBLISHING AGREEMENT**

Dated as of August 24, 2016

Benito Emmanuel Garcia  
p/k/a Messiah El Artista  
c/o Ay Music Publishing LLC  
1500 Avenue at Point Imperial  
Weehawken, New Jersey 07086

Dear Gentlemen:

The following is the agreement (the "Agreement") between BENITO EMMANUEL GARCIA p/k/a "Messiah El Artista" ("PARTNER"), and BMG RIGHTS MANAGEMENT (US) LLC ("BMG"), concerning BMG's exclusive rights to Partner's song catalog and songwriting services.

**1. Compositions**

1.1 (a) Reference is made to all musical compositions Partner currently owns or controls, in whole or in part (set forth in Annex 1), and all compositions Partner writes, owns or controls, in whole or in part, during the Term hereof (collectively, the "Compositions"). The Compositions shall be co-owned by BMG and Partner, and Partner hereby irrevocably sells and assigns to BMG an undivided fifty percent (50%) interest in all copyrights in the Compositions, throughout the world and universe (the "Territory"), including renewals and extensions thereof, under applicable laws, treaties, regulations and directives now or hereafter enacted or in effect, and all claims and causes of action relating to the Compositions accrued or hereafter accruing at any time.

(b) Notwithstanding the foregoing, any acquired musical compositions not written, in whole or in part, by Partner shall not be deemed to constitute Compositions hereunder.

1.2 Subject to paragraph 1.5 below, during the Term and the Retention Period, and throughout the Territory, BMG is granted the exclusive right to license and exploit the entirety of the Compositions in all manner and media, now known or hereafter