

07-21-1998

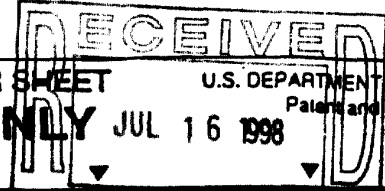
FORM PTO-100
1-31-92

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100768916



To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Audiophile, Inc.

- Individual(s)
- General Partnership
- Corporation-State Minnesota
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 7, 1996

2. Name and address of receiving party(ies):

Name: Elmer R. Salovich

Internal Address:

Street Address: 12 Overholt Pass

City: Edina State: MN ZIP: 55439

Individual(s) citizenship United States

Association

General Partnership

Limited Partnership

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)

1,978,242

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Cheryl L. Myers

Internal Address: Gray Plant Mooty

3400 City Center

Street Address: 33 South Sixth Street

City: Minneapolis State: MN ZIP: 55402

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

07/17/1998 TTOR11 00000165 1978242

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40.00 DP

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.

Name of Person Signing
Cheryl L. Myers

Cheryl L. Myers

TRADEMARK 15, 1998
RE: Signature 765 FRAME: 0672 Date

Total number of pages comprising cover sheet: 2

2. Name and address of additional receiving party:

George O. Holm
4698 Chantrey Place
Minnetonka, MN 55436

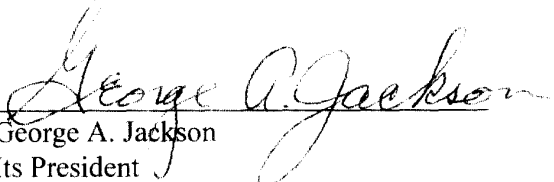
United States Citizen

ASSIGNMENT OF TRADEMARK

In consideration for One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Audiophile, Inc., a Minnesota corporation, (the Assignor), hereby assigns jointly to George O. Holm, an individual, and Elmer R. Salovich, an individual (the Assignees), their successors and assigns, its entire right, title and interest in the trademark "AUDIOPHILE," (the Mark) (copy of Certificate of Registration attached hereto for identification) registered in the United States Patent and Trademark Office, on June 4, 1996 and assigned registration number 1,978,242, together with the goodwill of the business symbolized by the Mark.

IN WITNESS WHEREOF, Assignor has executed this Assignment to be effective as of June 7, 1996.

AUDIOPHILE, INC.

By 
George A. Jackson
Its President

GP:490681 v1

TRADEMARK
REEL: 1755 FRAME: 0674



Int. Cl.: 9

Prior U.S. Cls.: 21, 23, 26, 36 and 38

United States Patent and Trademark Office **Reg. No. 1,978,242**
Registered June 4, 1996

**TRADEMARK
PRINCIPAL REGISTER**

AUDIOPHILE

AUDIOPHILE, INC. (MINNESOTA CORPORATION)
7416 WASHINGTON AVENUE SOUTH
EDEN PRAIRIE, MN 55344

FOR: SMALL STEREO AMPLIFIERS TO
PLUG INTO A HEADPHONE JACK TO POWER
AUXILIARY SPEAKERS; STEREO SPEAKERS
FOR HOME STEREO, PERSONAL STEREO,
LIVE THEATER, MULTI MEDIA AND COM-

PUTERS, IN CLASS 9 (U.S. CLS. 21, 23, 26, 36
AND 38).

FIRST USE 11-0-1992; IN COMMERCE
6-0-1993.

OWNER OF U.S. REG. NO. 1,569,335.
SEC. 2(F).

SER. NO. 74-679,849, FILED 5-25-1995.

PETER CATALDO, EXAMINING ATTORNEY

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Registrant: Audiophile, Inc.)
Mark: AUDIOPHILE)
Reg. No.: 1,978,242)
Paper(s): Recordation Form Cover Sheet and)
Assignment of Trademark)
Date Mailed: July 15, 1998)

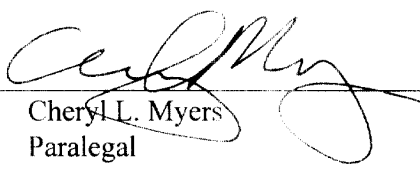
EXPRESS MAIL Mailing Label Number: EM182806456US
Date of Deposit: July 15, 1998

I hereby certify that this paper or fee is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR 1.10 on the date indicated above and is addressed to Box Assignment, Commissioner for Patents and Trademarks, Washington, D.C. 20231.

Dated: July 15, 1998

Respectfully submitted.

**GRAY, PLANT, MOOTY,
MOOTY & BENNETT, P.A.**

By 
Cheryl L. Myers
Paralegal
3400 City Center
33 South Sixth Street
Minneapolis, MN 55402-3796
Telephone: 612-343-5388