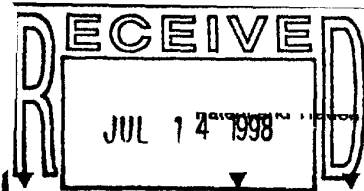


07-22-1998



6-93) No. 0651-0011 (exp. 4/94)

MRD 7.14.98



Ti 100770045

ab settings

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

1. Name of conveying party(ies):
 Telex Communications, Inc.
 a Delaware Corporation

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

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

2. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: April 27, 1998

2. Name and address of receiving party(ies)

Name: Gauss - M2 Corporation

Internal Address: _____

Street Address: 9130 Glenoaks Blvd.

City: Sun Valley State: CA ZIP: 91352

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

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1573119 - 5/27/82
4,431,980 - 2/14/84

Additional numbers attached? Yes No

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

Name: Newman & Newman, P.C.

Internal Address: _____

Street Address: 110 East 59th Street

City: New York State: NY ZIP: 10022

6. Total number of applications and registrations involved: 11

7. Total fee (37 CFR 3.41).....\$ 290.00

Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: _____

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

07/20/1998 ENBUEN 00000216 1573119
 01 FC:481 40.00 OP
 02 FC:482 250.00 OP

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.

James R. Williams
 Name of Person Signing

James R. Williams
 Signature

6-19-98
 Date

Total number of pages including cover sheet, attachments, and document: 5

4. Application numbers or registration numbers (CON'T.)

B. Trademark Registration No.s)

<u>Registration No.</u>	<u>Issue Date</u>
4,470,084	09/04/84
1,211,555	09/16/86
1,211,554	09/16/86
1,211,557	09/16/87
1,441,057	06/02/87
4,858,808	08/22/89
1,901,572	06/27/95
988,414	07/16/94 Renewed
364,925	12/23/88

ASSIGNMENT OF REGISTERED TRADEMARKS AND PATENTS

WHEREAS, Telex Communications, Inc., a Delaware corporation, with principal offices at 9600 Aldrich Avenue South, Minneapolis, MN 55420, has adopted, used and is using those trademarks more particularly set forth and identified on the Schedule annexed hereto and made a part hereof, which trademarks are registered in the respective offices and bear the registration numbers and registration dates set forth on the Schedule annexed hereto; and

WHEREAS, Telex Communications, Inc. is the owner of the patents more particularly set forth and identified on the Schedule annexed hereto, which registrations bear the registration numbers and registration dates set forth on the Schedule annexed hereto; and


WHEREAS, Gauss-M2 Corporation, a Delaware corporation, with principal offices at 9130 Glenoaks Boulevard, Sun Valley, California 91352, is desirous of acquiring said trademarks and patents and the respective registrations thereof;

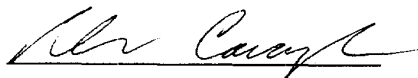
NOW THEREFORE, in consideration of and in exchange for the sum of Ten (\$10.00) Dollars and other good and valuable consideration, receipt of which is hereby acknowledged, said Telex Communications, Inc. does hereby assign unto said Gauss-M2 Corporation, effective as of April 27, 1998, all rights, title and interest in and to the trademarks and patents and the respective registrations thereof, all as identified and set forth on the Schedule annexed hereto, together with the good will of the business symbolized by said trademarks.

This Agreement is executed at Minneapolis, Minnesota, this 27th day of April, 1998.

Attest:

TELEX COMMUNICATIONS, INC.


John A. Palleschi, Secretary

By: 
Glen Cavanaugh, Vice President

88789.0

TRADEMARK
REEL: 1756 FRAME: 0049

STATE OF MINNESOTA)

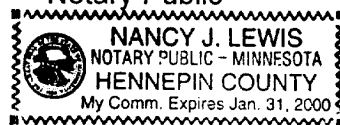
) SS.:

COUNTY OF HENNEPIN)

On this day of April, 1998, before me personally appeared Glen Cavanaugh, to me known and who, being by me duly sworn, did depose and say that he is the Vice President of Telex Communications, Inc., a Delaware corporation which executed the foregoing Assignment.

Nancy J. Lewis

Notary Public



**Schedule A
Patents and Trademarks**

<u>Gauss Patents and Trademarks¹</u>			
<u>Number</u>	<u>Issue Date</u>	<u>Title</u>	<u>Country</u>
1573119	05/27/82	“Gauss” Mark (Class unavailable)	Japan
4,431,950	02/14/84	Capstan Drive System for Duplicator	USA
4,470,084	09/04/84	Stabilized Bias System for Magnetic Tape and Write	USA
1,211,555	09/16/86	Stabilized Bias System for Magnetic Tape Read and Write	Canada
1,211,554	09/16/86	Capstan Drive System for Tape Duplicator	Canada
1,211,557	09/16/86	Reel Hub Lock for Tape Drives	Canada
1,441,057	06/02/87	“Gauss” Mark (Class 9)	USA
4,858,808	08/22/89	Tape Handling Apparatus	USA
1,901,572	06/27/95	“MAX” Mark Trademark (Class 9)	USA
988,414	07/16/94 Renewed	“COPY-CASS” Trademark (Class 9)	USA
364,925	12/23/88	“Gauss” Mark (Class not applicable)	Canada

<u>Electro Sound Patents¹</u>			
<u>Number</u>	<u>Issue Date</u>	<u>Title</u>	<u>Country</u>
4,387,843 ²	06/14/83	Loop Bin Recording Apparatus	
4,866,543 ²	09/12/89	Multiple Slave Video Tape Reproduction System	

The Patents and Trademarks are subject to a security interest granted pursuant to the Patent and Trademark Security Agreement disclosed on Schedule 3.4.

¹ List shows current and expired patents and current and expired trademarks.

² **NO WARRANTY IS GIVEN AS TO OWNERSHIP OF THIS PATENT. TELEX IS TRANSFERRING ALL RIGHTS WHICH IT HAS TO MAKE, SELL AND DISTRIBUTE THE PRODUCTS COVERED BY THIS PATENT.**

NEWMAN & NEWMAN, P.C.
ATTORNEYS AT LAW

110 EAST 59th STREET
NEW YORK, NY 10022

TELEPHONE: (212) 371-9400
FAX: (212) 371-8022

July 9, 1998

United States Patent and Trademark Office
Office of Public Records
Chrystal Gateway 4 - Room 335
Washington, D.C. 20231

Re: Assignment of Patents and Trademarks

Dear Madam/Sir:

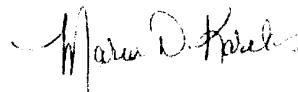
I enclose herewith for filing the following documents:

1. Recordation Form Cover Sheet - Trademarks Only, together with Assignment from Telex Communications, Inc. to Gauss-M2 Corporation;
2. Check of Newman & Newman, P.C., payable to the Assistant Commissioner of Patents and Trademarks in the amount of \$290.00, the recording fee for the trademarks assigned;
3. Recordation Form Cover Sheet - Patents Only, together with Assignment from Telex Communications, Inc. to Gauss-M2 Corporation; and
4. Check of Newman & Newman, P.C., payable to the Assistant Commissioner of Patents and Trademarks in the amount of \$80.00, the recording fee for the patents assigned.

Please proceed to record the Assignments and forward a recordation notice to me, once complete, in the enclosed self-addressed stamped envelope.

If you have any questions or require any further information, please call me at the above number.

Sincerely,



Maria D. Karelis

MDK:kp
Enclosures