

11-16-1998

R SHEET

U.S. Department of Commerce
Patent and Trademark Office

11/9/98



ONLY

100878054

Tab settings

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

1. Name of conveying Party(ies):
Precision Power, Inc.
4829 S. 38th St.
Phoenix, AZ 85040

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

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

3. Nature of conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: _____

2. Name and address of receiving Party(ies)

Name: Phaze Audio, LLC

Internal Address: _____

Street Address: 4829 S. 38th St.

City: Phoenix State: AZ ZIP: 85040

Individual(s) Citizenship _____
 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) 73/758,329	B. Trademark Registration No's 1,578,706
-----------------------------------------------	---------------------------------------------

Additional numbers attached? Yes No

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

Name: Donald J. Lenkszus

Internal Address: Bryan Cave, LLP

11/13/1998 DNGUYEN 00000195 1578706

01 FC:481 40.00 DP

Street Address:
2 N. Central Ave., Suite 2200

City: Phoenix State: AZ ZIP: 85004

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)

DO NOT USE THIS SPACE

9. State 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.

Donald J. Lenkszus

Name of Person Signing	Signature	Date
------------------------	-----------	------

Total number of pages comprising this cover sheet: 1

TRADEMARK

**ASSIGNMENT
(U.S. TRADEMARK REGISTRATIONS)**

WHEREAS, Precision Power, Inc., an Arizona corporation, having an address of 4829 South 38th Street, Phoenix, Arizona 85040 ("ASSIGNOR"), has adopted, used, is using and is the equitable owner and record owner of the trademark listed in Exhibit A attached hereto and incorporated by reference (the "TRADEMARK") and the registration therefor listed in Exhibit A attached hereto and incorporated by reference (the "REGISTRATION");

AND WHEREAS, PHAZE AUDIO L.L.C., an Indiana limited liability company located at 4829 South 38th Street, Phoenix, Arizona 85040 ("ASSIGNEE"), is desirous of acquiring the TRADEMARK, the REGISTRATION, and the goodwill of the business symbolized by the TRADEMARK (the "GOODWILL");

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which is hereby acknowledged, ASSIGNOR hereby assigns unto ASSIGNEE all right, title and interest in and to the aforesaid TRADEMARK, REGISTRATION, and GOODWILL, and any other trademarks, tradenames, service marks and service names associated with the business of ASSIGNOR (along with all registrations, applications and goodwill appurtenant thereto), including but not limited to all of ASSIGNOR's rights worldwide to use said TRADEMARK and its rights to file registrations therefor throughout the world. ASSIGNOR agrees to perform all acts necessary and to execute all documents necessary for ASSIGNEE to perfect its ownership in and to the TRADEMARK and REGISTRATION and further agrees to do so at no additional cost to ASSIGNEE.

PRECISION POWER, INC.

Dated: 1/20/98

By: Ted Guenther
Ted Guenther, President

State of Arizona)

County of Maricopa)

On this 20 day of January, 1998, before me appeared Ted Guenther, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of Precision Power, Inc.

My Commission Expires:

10/14/98 2001

By: Darcy Carey
NOTARY PUBLIC

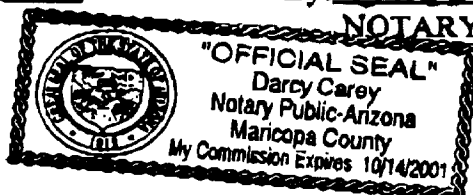


EXHIBIT "A"

U.S. TRADEMARK REGISTRATIONS

<u>Country/State</u>	<u>Name</u>	<u>Serial/Reg. No.</u>
U.S.	DESIGN	1,578,706'

A\PRECISIO\EXHIBIT.A2