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TRADEMARK

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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

New

Resubmission (Non-Recordation)
Document ID #

Correction of PTO Error
Reel # Frame #

Corrective Document
Reel # Frame #

Conveyance Type

Assignment License

Security Agreement Nunc Pro Tunc Assignment

Merger
Effective Date
Month Day Year

Change of Name

Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name THE AUDIO GROUP, INC.

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

XX Membership/State of Incorporation/Organization Florida

Receiving Party

Mark if additional names of receiving parties attached

Name NILES AUDIO CORPORATION

DESCRIPTOR

Composed of

Address (line 1) 12331 SW 130 street

Address (line 2)

Address (line 3) Miami Florida 33186

Individual General Partnership Limited Partnership Corporation Association

Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

XX Membership/State of Incorporation/Organization Florida

05/05/1999 DMGUYEN 00000294 75596627

01 FC:481 40.00 DP
02 FC:482 75.00 DP

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments. #

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

Number of Properties

Enter the total number of properties involved. #

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41): \$

Method of Payment: Enclosed Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number: #

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

IVAN Zuckerman, Pres



4/14/99

Name of Person Signing

Signature

Date Signed



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1998

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32302

Re: Document Number F71673

The Articles of Amendment to the Articles of Incorporation of THE AUDIO GROUP, INC. which changed its name to NILES AUDIO CORPORATION, a Florida corporation, were filed on December 11, 1998.

Should you have any questions regarding this matter, please telephone (850) 487-6050, the Amendment Filing Section.

Annette Ramsey
Corporate Specialist
Division of Corporations

Letter Number: 798A00058631

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE AUDIO GROUP, INC.

FILED
98 DEC 11 PM 2:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida General Corporations Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

The name of the corporation is: The Audio Group, Inc.

SECOND:

The following amendment of the Articles of Incorporation was adopted by the corporation:

First: The name of the corporation is: Niles Audio Corporation.

THIRD:

The following amendment of the Articles of Incorporation was adopted by the corporation:

Second: the maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be 5000 shares of common stock having a par value of \$1.00 per share.

FOURTH:

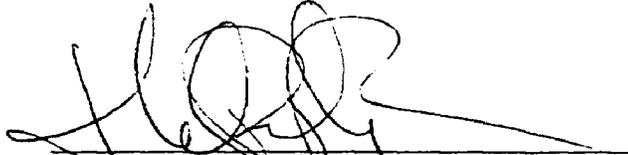
The above amendment was adopted by all of the shareholders and directors of the corporation on December 7, 1998.


Ivan Zuckerman, President


Janice Kay Zuckerman, Secretary

STATE OF FLORIDA }
 }
COUNTY OF MIAMI-DADE }

SWORN TO AND SUBSCRIBED before me by Ivan Zuckerman, who is known to me and Janice Kay Zuckerman, who is known to me, the President and Secretary of The Audio Group, Inc., a Florida corporation on the 8th day of December, 1998.



Notary Public, State of Florida at Large

My Commission expires:

