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TRADEMARKS RECORDATION COVER SHEET

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

<p>1. Name of conveying party(ies):</p> <p>LANZAR SOUND CORPORATION 21596 Marilla Street Chatsworth, CA 91311</p> <p>Corporation-State - California</p> <p>Additional names(s) of conveying party(ies) attached?</p>	<p>2. Name and Address of receiving party(ies):</p> <p>Sound Around, Inc. 1600 63rd Street Brooklyn, New York 11204</p> <p>Corporation-State - New York</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: No</p> <p>(Designation must be a separate document from Assignment)</p> <p>Additional name(s) &amp; address(es) attached? NO</p>
<p>3. Nature of conveyance:</p> <p>Assignment</p> <p>Execution Date: May 30, 1999</p>	<p>Additional numbers attached? NO</p>
<p>4. A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p>1,562,024 1,715,357 1,736,209</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>OSTROLENK, FABER, GERB &amp; SOFFEN, LLP 1180 Avenue of the Americas New York, New York 10036-8403</p>	<p>6. Total number of documents involved: 1</p> <p>7. Total fee (37 CFR 3.41): \$ 90.00</p> <p>Enclosed as part of Check No. 85379</p> <p><small>In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.</small></p>
DO NOT USE THIS SPACE	
<p>8. 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.</p> <p>Max Moskowitz _____ June 11, 1999 Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: 4</p>	

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01 FC:481 40.00 OP  
02 FC:482 50.00 OP

**IN THE UNITED STATES PATENT AND TRADEMARK OFFICE**

**ASSIGNMENT NUNC PRO TUNC**

**WHEREAS**, *LANZAR SOUND CORPORATION*, a corporation, organized and existing under the laws of the State of California, and doing business at: 21596 Marilla Street, Chatsworth, CA 91311, (hereinafter called the "Assignor"), had adopted, used and was using the marks which are the subject of the registrations in the U.S. Patent and Trademark Office, as follows:

Reg. No. : 1562024  
 Mark : **LANZAR**  
 Dated : October 24, 1989

Reg. No. : 1715357  
 Mark : **LANZAR AMERICAN CRAFTED PERFORMANCE**  
 Dated : September 15, 1992

Reg. No. : 1736209  
 Mark : **LANZAR OPEN AIRS**  
 Dated : December 1, 1992

**AND WHEREAS**, *SOUND AROUND, INC.*, a corporation organized and existing under the laws of the State of New York, whose principal office and place of business is: 1600 63rd Street, Brooklyn, New York 11204, (hereinafter called the "Assignee"), purchased the business and all of the assets of said Assignor, including the subject trademarks, the registrations thereof, and the goodwill underlying said trademarks as of

MAY 12, 1997 ;

NOW, THEREFORE, for good and valuable consideration receipt of which is hereby acknowledged, said Assignor does hereby assign unto the said Assignee all of its rights, title and interest in and to the said marks, together with the goodwill of the business symbolized by the marks, and the registrations thereof as of MAY 12, 1997;

THAT this Assignment is being executed now in order to clarify the ownership of the aforementioned registrations, and to confirm that said Assignor did assign unto said Assignee all rights, title and interest in and to the said marks, together with the good will associated by the marks, and the registrations thereof, namely, Reg. Nos. 1,562,024, 1,715,357 and 1,736,209.

LANZAR SOUND CORPORATION

5/30/99  
[Dated]

BY: Gary Kowner / ah  
Name : Gary Kowner / ah  
Title: Secretary