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12-01-1999



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RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

and Trademarks. Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
International Music Corporation

- Individual(s)
- General Partnership
- Corporation-State
- 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: _____

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

Name: Interglobal Electronics
Holding Corporation
Internal Address: _____

Street Address: 1316 East Lancaster

City Fort Worth State TX ZIP 76102

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

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designation 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)

See attachment

B. Trademark registration No.(s)

Additional numbers attached? Yes No

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

Name: Arthur F. Zobal

Internal Address: _____

Decker, Jones, McMackin, McClane,
Hall & Bates

Street Address: 2500 Bank One Tower
500 Throckmorton Street

City: Fort Worth State: TX ZIP 76102

6. Total number of applications and registrations involved: 1

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

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

23-2770

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

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.

Arthur F Zobal

Name of Person Signing

Arthur F. Zobal

Signature

11/12/99

Date

Total number of pages comprising cover sheet: 5

OMB No. 0651-0011 (exp. 4/94)

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

11/30/1999 TDM11 00000168 1490120

01 FC:481
02 FC:482

40.00 OP
250.00 OP

Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

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TRADEMARK

REEL: 001987 FRAME: 0408

EXHIBIT A

FORM PTO-1594 ATTACHMENT

<u>REG. NO.</u>	<u>REG. DATE</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>	<u>MARK</u>
1,490,130	5/31/88	686,324	9/28/87	ASPEN & Design
1,498,558	8/2/88	588,312	3/17/86	Guitar Headstock Profile
1,188,602	2/2/82	269,023	7/7/80	IMC & Design
1,188,473	2/2/82	268,937	7/7/80	IMC & Design
1,243,478	6/28/83	375,929	7/22/82	JORDAN & Design
1,872,314	1/10/95	438,643	9/22/93	Megatech
1,813,550	12/28/93	376,522	4/6/93	Omnimix
1,436,289	4/14/87	590,677	3/31/86	ROCK BOX
1,568,078	1/28/89	773,030	1/4/89	Tube Blaster Series & Design
1,261,564	12/20/83	381,700	8/25/82	WATTSLINE
1,353,964	8/13/85	522,497	2/15/85	WORLD TOUR

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The State of Texas

Secretary of State

CERTIFICATE OF AMENDMENT

FOR

INTERGLOBAL ELECTRONICS HOLDING CORPORATION

FORMERLY

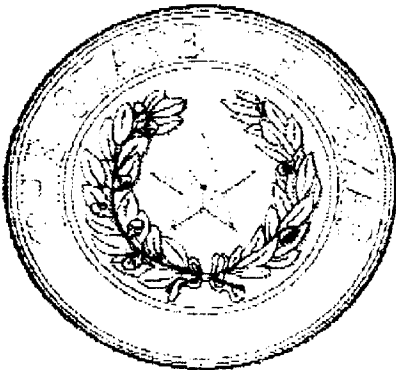
INTERNATIONAL MUSIC CORPORATION
CHAPTER NUMBER 01394346

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF AMENDMENT FOR THE ABOVE
NAMED ENTITY HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO
CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF AMENDMENT.

DATED JAN. 3, 1997

EFFECTIVE JAN. 3, 1997



Antonio C. Garza, Jr., Secretary of State

TRADEMARK
REEL: 001987 FRAME: 0410

FILED
In the Office of the
Secretary of State of Texas

JAN 03 1997

Corporations Section

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF INTERNATIONAL MUSIC CORPORATION**

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the corporation is International Music Corporation and its charter number is 01394346-00.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation on December 2, 1996, to change the name of the corporation. The Amendment alters Article One of the Articles of Incorporation of International Music Corporation, to read as follows:

ARTICLE ONE

The name of the Corporation is:
Interglobal Electronics Holding Corporation

ARTICLE THREE

The number of shares of the corporation outstanding at the time of the adoption was 2,157; and the number of shares entitled to vote on the amendment was 2,157.

ARTICLE FOUR

The holders of all of the shares outstanding and entitled to vote on said amendment have signed a consent in writing pursuant to Article 9.10 adopting said amendment and any written notice required by Article 9.10 has been given.

Dated: January 2, 1997.

INTERNATIONAL MUSIC CORPORATION

BY: James J. Paulos
James J. Paulos, President

Attest:

Barry Long, Secretary

**INTERGLOBAL ELECTRONICS LLC
CONSENT TO USE NAME**

Interglobal Electronics LLC hereby consents and authorizes International Music Corporation (Charter # 01294346) to change its name to Interglobal Electronics Holding Corporation and to use said name for any and all business purposes of the Corporation. The consent to use the above referenced name was authorized by Interglobal Electronics LLC's members.

INTERGLOBAL ELECTRONICS LLC

By: James J. Paulos
James J. Paulos, Authorized Manager

C:\wpic\Moore-T\Consent, LLC