



To the Hon. Commissioner of Patents and Trademarks
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Docket No. **GK-SEN-1011**

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OPR/FINANCE

1- Name of Conveying Party(ies): **Sennheiser Electronic K.G.**
 Individual citizenship _____ Association _____
 General Partnership _____ Limited Partnership Germany
 Corporation State _____ Other: _____

2- Name of Receiving Party(ies): **Sennheiser Electronic GmbH & Co., KG**
Address of Receiving Party(ies): **Wedemark, GERMANY**
 Individual citizenship _____ Association _____
 General Partnership _____ Limited Partnership Germany
 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)

3- Nature of Conveyance:
 Assignment **Change of Name** Merger
 Security Agreement **Other: Copy of Certified Copy of Extract of the Companies' Register (HRA 124) of the local Court of Burgwedel and English translation thereof**
EXECUTION DATE: May 23, 1996

4- Application number(s) or Registration number(s):
A) Application number(s): _____ B) Registration number(s): **1,807,190**

5- Name and Address of party to whom correspondence concerning document should be mailed:
Gerald H. Kiel, Esq.
McAulay Nissen Goldberg Kiel & Hand, LLP
261 Madison Avenue
New York, NY 10016-2391
(212)986-4090

6- Total number of applications and patents involved: one
7- TOTAL FEE (37 CFR 3.41): \$ **40.00**
 Enclosed (The Commissioner is hereby authorized to charge the deposit account any additional fees required or to credit any overpayment to Deposit Account No: 13-0025.)
 Authorized to be charged to Deposit Account
8- **Deposit Account No: 13-0025** (Attach duplicate copy of this page if paying by deposit account)

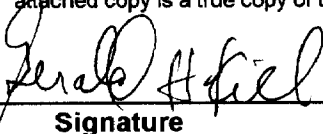
01/13/2000 DCOATES 00000014 1807190
01 FC:481 40.00 DP

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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.

Gerald H. Kiel
Reg. No.: 25,116
Name of Person Signing

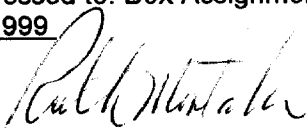

Signature

December 21, 1999
Date

Total number of pages including cover sheet, attachments, and documents: 12

CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with the United States Postal Service as first class mail in an envelope addressed to: Box Assignment, Commissioner of Patent and Trademarks, Washington, D.C. 20231 on December 21, 1999



/ Ruth Montalvo Date: December 21, 1999

Circular seal: BURGWEDEL LOCAL COURT (AMTSGERICHT)

HRA 124

No. of entry	a) Name of company b) Place of the branch (Registered office of the company) c) Objects of the company (in the case of legal entities)	Proprietors Personally liable shareholders Board of directors Liquidators	Powers of representation	Legal relationships	a) Date of entry and signature b) Remarks
1	2	3	4	5	6
1	a) <u>Laboratorium Wennebostel</u> b) <u>Wennebostel, Post Bissendorf</u>	<u>Dr. Ing. Sennheiser, Fritz, Wennebostel</u>			a) 22nd January 1949 (handwritten signature)
2	The company name has been changed to <u>"Sennheiser electronic Dr. Ing. Fritz Sennheiser"</u> .				a) 2nd April 1958 (signed Wollburg) Court Assistant
3	a) <u>Sennheiser electronic KG</u> (limited partnership) b) <u>Wennebostel</u>		<u>Egon-Fred W a r n k e</u> <u>3001 Mellendorf</u> The full commercial power of representation (Prokura) granted to <u>Egon-Fred Wainke</u> in <u>Wennebostel</u> remains valid.	Dr. Jorg Sennheiser, engineering merchant (Technischer Kaufmann) has joined the company as a limited partner with a contribution of <u>DM 2,500,000</u> . Now limited partnership, which commenced on 1st December 1973. The company name has been changed.	a) 26th January 1967 (signed Blockert) a) 17.12.1971 Prokura Provisional Court Assistant
5		<u>Dr. Jörg Sennheiser</u> in <u>Wedemark 2</u> has been granted full commercial power of representation (Prokura).			a) 9th July 1976 Ziegler
6				The contribution of the limited partner <u>Dr. Jörg Sennheiser</u> has been increased by <u>DM 2,000,000</u> to <u>DM 4,500,000</u> .	a) 21.09.1978 Wagon, Provisional Court Assistant

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1	2	3	4	5	6
7		Dr. sc. tech. Jorg Sennheiser, Wedemark	The full commercial power of representation (Prokura) of Jorg Sennheiser has been cancelled. Fritz Sennheiser, Wedemark, has been granted full commercial power of representation (Prokura). He is authorized to represent the company by himself.	Dr. sc. tech. Jorg Sennheiser, Wedemark, has left the company as a limited partner and has joined the company as a general partner. The general partner Professor Dr. Fritz Sennheiser, Wedemark, has left the company and has joined the company as a limited partner with a contribution of DM 3,000,000.	a) 16th August 1982 Rehberg, Court Assistant
8			Fully authorized manager: Reinhard Sahr, Burgwedel 3		a) 13th Febr. 1984 Rehberg, Court Assistant
9			Fully authorized manager: Wolfhard Cappel, Wedemark OT Bissendorf		Sept. 2 a) 29th May 1987 Stark
10			The full commercial power of representation (Prokura) of Egon-Fred Wainke has been cancelled.		a) 5th March 1990 Hartmann
11			The full commercial power of representation (Prokura) of Reinhard Sahr has been cancelled. Fully authorized manager: Dr. Burkhardt Schwabe, Hanover		a) 24th Sept. 1991 Schmalstieg, Court Clerk

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1	2	3	4	5	6
12			The full commercial power of representation (Prokura) of <u>Dr. Burkhardt Schwabe</u> has been cancelled.		a) 19th Febr. 1992 Schlawin, Senior Court Clerk
13			Joint commercial power of representation (Gesamtprokura): Hans Georg Schroth, Wedemark/Wennebostel, Dragutin Semelrot, Wedemark/Wennebostel. Both shall represent the company jointly.		Sheet III - a) 10th Febr. 1993 Schlawin, Senior Court Clerk
14				The contribution of the limited partner Professor Dr. Fritz Sennheiser, Wedemark has been reduced to DM 2,500,000. Ms Karin Sennheiser, Wedemark, has joined the company as a limited partner by way of subrogation with a contribution of DM 500,000.	a) 13th August 1993 Schlawin, Senior Court Clerk

No. of entry	a) Name of company b) Place of the branch (Registered office of the company) c) Objects of the company (In the case of legal entities)	Proprietors Personally liable shareholders Board of directors Liquidators	Powers of representation	Legal relationships	signature b) Remarks
1	2	3	4	5	6
15			Ulrich Spott, Wedemark, is granted full commercial power of representation (Prokura). He shall represent the company together with another fully authorized signatory.		a) 5th April 1994 Klages
16			The full commercial power of representation (Prokura) of Dragutin Semelrot has been cancelled.		a) 5th April 1994 Klages
17			The full commercial power of representation (Prokura) of Ulrich Spott has been cancelled.		a) 25th August 1994 Klages
18	a) Sennheiser electronic GmbH & Co. KG. (limited partnership)	Sennheiser Reteiligungsgesellschaft m.b.H. (private limited company) in Wedemark	The full commercial power of representation (Prokura) of Wolfhard Cappel has been cancelled.	Sennheiser Reteiligungsgesellschaft m.b.H. has joined the company as general partner. The general partner Dr. Jörg Sennheiser, Wedemark, has left the company and joined the company as a limited partner with a contribution of DM 7,000,000. The company name has been changed.	- Sheet IV - a) 23rd May 1996 Gehrke

No. of entry	a) Name of company b) Place of the branch (Registered office of the company) c) Objects of the company (in the case of legal entities)	Proprietors Personally liable shareholders Board of directors Liquidators	4	5	6
19			Dipl. Ökonom Rainer Anthony, Wedemark, has been granted full commercial power of representation (Prokura).	<p>Rubber stamp: The above photocopy is a true and complete copy of the original document submitted. The items underlined in red in the register appear black here.</p> <p>Grossburgwedel, dated 10th July 1997 (Signature), Clerk of the Court Certified and Issued: 10th July 1997 Assistant Clerk to the Local Court (Amtsgericht).</p>	a) 8th July 1997 Gelirke

Translator's note: Entries which are underlined are deletions from the register.


TRADEMARK

REEL: 002009 FRAME: 0241

In my capacity as English translator authorised by the President of Bremen Regional Court and serving the courts and notaries public of the Free Hanseatic City of Bremen I hereby certify that the above translation from German to English is accurate and complete.

Bremen, dated 16.07.1997

Reg. no. 2715/97


Wolfgang Vosteen





HRA 124

	Geschäftsinhaber Persönlich haftende Gesellschafter Vorstand Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift e) Bemerkungen
1	<p>3</p> <p>Dr. Ing. Sennheiser, Fritz, <u>Wennebostel</u></p>	<p>4</p>	<p>5</p>	<p>6</p>
a) Laboratorien- <u>Wennebostel</u>	<p>Dr. Ing. Sennheiser, Fritz, <u>Wennebostel</u></p>			<p>a) 22. Januar 1949 gez. Unterschrift</p>
b) <u>Wennebostel</u> , Post Bissendorf				<p>a) 02. April 1958 gez. Wollburg Justizassistent</p>
2 Die Firma ist in "Senn- heiser electronic Dr. Ing. Fritz Sennheiser" ge- ändert.		<p>Egon-Fred <u>Warnke</u> 3001 Mellendorf</p>		<p>a) 26. Januar 1967 gez. Bleckert</p>
a) Sennheiser electronic KG		<p>Die Egon-Fred Warnke in <u>Wennebostel</u> erteilte Prokura ist bestehen geblieben.</p>	<p>Der techn. Kaufmann Dr. Jörg Sennheiser ist als Kommanditist mit einer Einlage von 2.500.000,--DM eingetreten. Jetzt Kommanditgesellschaft, begonnen am 1. Dezember 1973. Die Firma ist geändert.</p>	<p>a) 17. 12. 1973 Tiedemann, Just.Ass.'in z.A.</p>
b) <u>Wennebostel</u>		<p>Dr. Jörg Sennheiser in <u>Wedemark 2</u> ist Prokura erteilt.</p>		<p>a) 9. Juli 1976 Ziegler</p>
			<p>Die Einlage des Kommanditisten Dr. Jörg Sennheiser ist um 2.000.000,--DM auf 4.500.000,--DM erhöht.</p>	<p>a) 21. 09. 1978 Magon, Just.Ass.z.A.</p>
	<p>Dr. sc.tech. Jörg Sennheiser, <u>Wedemark</u></p>	<p>Die Prokura des Jörg Sennheiser ist er- loschen. Fritz Sennheiser, Wedemark, ist Prokura erteilt. Er ist allein- vertretungsberechtigt.</p>	<p>Dr. sc. tech. Jörg Sennheiser, <u>Wedemark</u>, ist als Kommanditist ausgeschieden und als persönlich haftender Gesellschafter in die Gesellschaft eingetreten. Der persönlich haftende Gesellschafter Professor Dr. Fritz Sennheiser, <u>Wedemark</u>, ist aus der Gesellschaft ausgeschieden und als Kommanditist mit einer Einlage von 3.000.000,--DM in die Gesell- schaft eingetreten.</p>	<p>a) 16. Aug. 1982 Rehberg, Just.Angst.</p>
		<p>Einzelprokurist: <u>Reinhard Sahr</u>, <u>Burgwedel 3</u></p>		<p>a) 13. Febr. 1984 Rehberg, Just.Angst.</p>

Geschäftsinhaber Persönlich haftende Gesellschafter Vorstand Abwickler	Prokura	Rechtsverhältnisse	a) Tag der Eintragung und Unterschrift e) Bemerkungen
3	4	5	6
	Einzelprokurist: <u>Wolfgang Cappel,</u> <u>Wedemark OT Bissendorf</u>		a) 29. Mai 1987 Stark
0			a) 05. März 1990 Hartmann
1			a) 24. Sept. 1991 Schmalstieg, JS
2			a) 19. Febr. 1992 Schlawin, JOS

Grossburgwedel

18 a) Sennheiser electronic GmbH & Co. KG 19	3 Geschäftsinhaber Persönlich haftende Gesellschafter Vorstand Abwickler	4 Prokura	5 Rechtsverhältnisse	6 a) 23. Mai 1996 G e h r k e
<p>18 a) Sennheiser electronic GmbH & Co. KG</p>	<p>3 Sennheiser Beteiligungsgesellschaft m.b.H. in Wedemark</p>	<p>4 Die Prokura für Wolfhard Cappel ist erloschen.</p>	<p>5 Die Sennheiser Beteiligungsgesellschaft m.b.H. ist als persönlich haftende Gesellschafterin eingetreten. Der persönlich haftende Gesellschafter Dr. Jörg Sennheiser, Wedemark, ist aus der Gesellschaft ausgeschieden, und als Kommanditist mit einer Einlage von 7.000.000,-- DM in die Gesellschaft eingetreten. Die Firma ist geändert.</p>	<p>6 a) 08. Juli 1997 Gehrke</p> <p>Vorstehende Fotokopie stimmt mit der in Urschrift vorgelegten Hauptschrift vollständig überein. Die im Grundbuch Register rot unterstrichenen Stellen erscheinen hier schwarz.</p> <p>Grossburgwedel, den 10. JULI 1997</p> <p><i>J. Gross</i>, Justizangest. als Urkundsbeamter der Geschäftsstelle</p> <p>Beglaubigt Ausgefertigt: 10. JULI 1997</p> <p>Just. - Ang. - Assistent als Urkundsbeamter der Geschäftsstelle des Amtsgerichts</p>