

05-04-2000



101345551

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

5.1.00

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

Name Execution Date
Month Day Year

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)
City State/Country Zip Code

Individual General Partnership Limited Partnership 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.)

Corporation Association

Other

Citizenship/State of Incorporation/Organization

05/04/2000 BCARTES 00000236 1837765

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
25.00 DP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002065 FRAME: 0585

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)

<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

Registration Number(s)

<input type="text" value="1837785"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="1896855"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

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.

Jeffrey B. Harris, Esq.
Vice President, SWR Sound Corporation



APR 20, 2000

Name of Person Signing

Signature

Date Signed

ASSIGNMENT OF TRADEMARK

WHEREAS, **SWR ENGINEERING, INC.**, a corporation organized and existing under the laws of the state of California and having a post office address and place of business at 12823 Foothill Boulevard, Suite B, Sylmar, CA 91342 (hereinafter referred to as "Assignor ") is the owner of the entire right, title and interest in and to the trademarks and goodwill related thereto and registration of the marks listed on Schedule A hereto (hereinafter collectively referred to as "Marks"); and

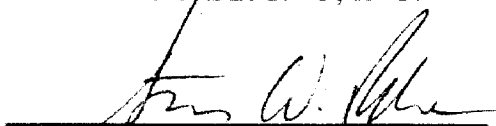
WHEREAS, **SWR SOUND CORPORATION.**, a corporation organized and existing under the laws of the State of California and having a post office address and place of business at 329 San Juan Way, La Canada Flintridge, CA 91011 (hereinafter referred to as "Assignee ") is desirous of acquiring the entire right, title and interest in and to the Marks and the business and goodwill of the business in connection with which the aforesaid Marks have been used; and

WHEREAS, Assignor has agreed to execute such additional instruments as may be necessary or desirable to confirm such acquisition by Assignee;

NOW THEREFORE, in consideration of the foregoing, as well as other good and valuable consideration, the receipt and sufficiency of which is hereby mutually acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, its successors, legal representatives and assigns, the entire right, title, and interest of Assignor in and to said Marks, together with the business and goodwill of the business in connection with which the aforesaid Marks have been used, and all claims, if any, which may have arisen thereunder prior to the date of this instrument.

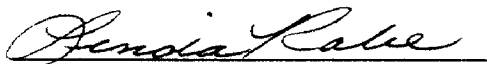
IN WITNESS WHEREOF, Assignor has caused this instrument to be executed, by its duly authorized corporate officers all effective this / day of December, 1997.

SWR ENGINEERING, INC.



By: Steven W. Rabe

Title: President



By: Linda Rabe

Title: Secretary

Schedule A

<u>Marks</u>	<u>Registration number</u>	<u>Registration Date</u>
FEELING IS BELIEVING	1,837,785	May 31, 1994
WORKINGMAN'S	1,896,855	May 30, 1995