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FORM PTO-1594 (Rev. 6-93) 7.31.00 REC D-459 OMB No. 0651-0011 (exp. 4/94) 8025TM Tab settings 8026TM

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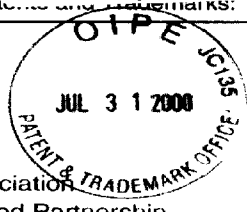


SHEET U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

101425876

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

1. Name of conveying party(ies): VOYETRA TECHNOLOGIES INC. [checkboxes for Individual(s), General Partnership, Corporation-State New York, Other] Additional name(s) of conveying party(ies) attached? [checkboxes for Yes, No]



2. Name and address of receiving party(ies) Name: VOYETRA TURTLE BEACH INC. Internal Address: Street Address: 5 Odell Plaza City: Yonkers State: NY ZIP: 10701 [checkboxes for citizenship, Association, General Partnership, Limited Partnership, Corporation-State Delaware, Other] If assignee is not domiciled in the United States, a domestic representative designation is attached: [checkboxes for Yes, No] Additional name(s) & address(es) attached? [checkboxes for Yes, No]

3. Nature of conveyance: [checkboxes for Assignment, Security Agreement, Other, Merger, Change of Name] Other RERECORD TO CORRECT ASSIGNEE ADDRESS PREVIOUSLY OMITTED. DOCUMENT ID NO 101362235 Execution Date:

4. Application number(s) or patent number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,704,711 -- MULTISOUND 1,924,488 -- AUDIO ADVANTAGE Additional numbers attached? [checkboxes for Yes, No]

6. Total number of applications and registrations involved: 2

5. Name and address of party to whom correspondence concerning document should be mailed: Name: Herbert Dubno, Esq. Internal Address: c/o The Firm of Karl F. Ross, P.C. Street Address: 5676 Riverdale Ave. Suite 310 City: Riverdale(Bronx) State: NY ZIP: 10471

7. Total fee (37 CFR 3.41).....\$ 65.00 PREVIOUSLY SUBMITTED-SEE ATTACHED FORMS [checkboxes for Enclosed DOCUMENT ID NO. 101362235, Authorized to be charged to deposit account]

8. Deposit account number: 18-2025 (Attach duplicate copy of this page if paying by deposit account)

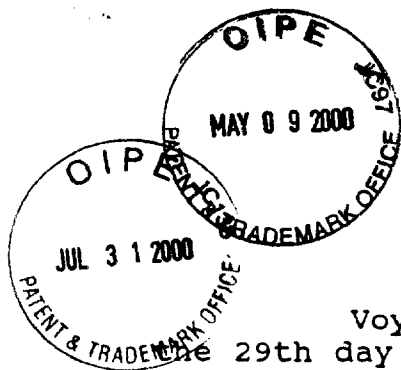
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9. Statement and signature. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Jonathan Myers, Esq. Signature Date: 31 July 2000 Total number of pages including cover sheet, attachments, and document: 5

1b Mail documents to be recorded with required cover sheet information to: Commissioner of Patents & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002116 FRAME: 0788

CERTIFICATE OF OWNERSHIP
MERGING
CFJ SYSTEMS INC.
INTO
VOYETRA TECHNOLOGIES INC.
(PURSUANT TO SECTION 253 OF THE GENERAL
CORPORATION LAW OF DELAWARE)



Voyetra Technologies Inc., a corporation incorporated on the 29th day of October, 1996, pursuant to the provisions of the General Corporation Law of the State of Delaware does hereby certify that this corporation owns all of the capital stock of CFJ Systems Inc., a corporation incorporated under the laws of the State of New York, and that this corporation, by a resolution of its board of directors duly adopted at a meeting held on the 22nd day of April, 1998, determined to and did merge into itself said CFJ Systems Inc. which resolution is in the following words to wit:

WHEREAS this corporation lawfully owns all of the outstanding stock of CFJ Systems Inc., a corporation organized and existing under the laws of New York, and

WHEREAS this corporation desires to merge into itself the said CFJ Systems Inc. and to be possessed of all the estate, property, rights, privileges and franchises of said corporation.

NOW THEREFORE, BE IT RESOLVED, that this corporation merge into itself, and it does hereby merge into itself said CFJ Systems Inc. and assumes all of its liabilities and obligations; and

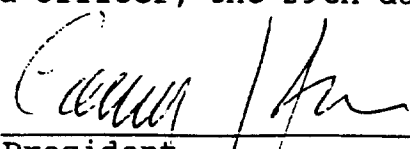
FURTHER RESOLVED, that the president or a vice president, and the secretary or treasurer of this corporation be and they hereby are directed to make and execute, under the corporate seal of this corporation, a certificate of ownership setting forth a copy of the resolution, to merge said CFJ Systems Inc. and assume its liabilities and obligations, and the date of adoption thereof, and to file the same in the office of the Secretary of the State of Delaware, and a certified copy thereof in the office of the Recorder of Deeds of Kent County; and

FURTHER RESOLVED, that the officers of this corporation be and they hereby are authorized and directed to do all acts and things whatsoever, whether within or without the State of Delaware; which may be in anywise necessary or proper to effect said merger; and

FURTHER RESOLVED, that upon the effective date of the merger the name of Voyetra Technologies Inc. be changed to Voyetra Turtle Beach, Inc.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by its authorized officer, the 29th day of April 1998.

BY:



President