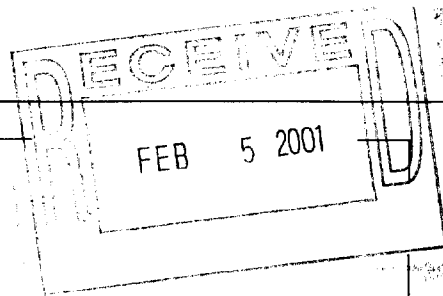


FORM PTO-1618A
Expires 06/30/99
OMB 0651-0027

2.5.01



02-14-2001



101614868

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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 Change of Name
 - Other _____
- Effective Date
Month Day Year
08 28 97

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name KLIPSCH, INC.

08 28 97

Formerly KLIPSCH & ASSOCIATES, INC.

- Individual General Partnership Limited Partnership Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization ARKANSAS

Receiving Party

Mark if additional names of receiving parties attached

Name KLIPSCH, L.L.C.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 3502 Woodview Trace, Suite 200

Address (line 2) _____

Address (line 3) Indianapolis Indiana 46268
City State/Country Zip Code

- Individual General Partnership Limited Partnership Corporation Association
- Other Limited Liability Company
- Citizenship/State of Incorporation/Organization Indiana

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.)

FOR OFFICE USE ONLY

02/13/2001 GTON11 00000141 591908
01 FC:481 40.00 OP
02 FC:482 375.00 OP

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: 002234 FRAME: 0309

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

(317) 635-8900

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)

Registration 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"/>

<input type="text" value="591,908"/>	<input type="text" value="1,175,983"/>	<input type="text" value="862,324"/>
<input type="text" value="970,067"/>	<input type="text" value="978,949"/>	<input type="text" value="1,031,296"/>
<input type="text" value="1,768,458"/>	<input type="text" value="762,239"/>	<input type="text" value="1,530,634"/>

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:

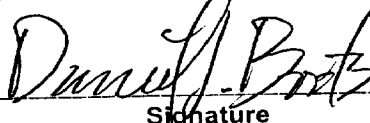
Yes

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.

Daniel L. Boots



2-01-01

Name of Person Signing

Signature

Date Signed

RECORDATION FORM COVER SHEET
CONTINUATION
TRADEMARKS ONLY

Conveying Party

Enter Additional Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

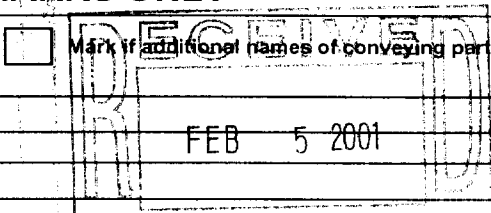
Name

Formerly

Individual General Partnership Limited Partnership Corporation Association

Other

Citizenship State of Incorporation/Organization



Receiving Party

Enter Additional 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

Corporation Association

Other

Citizenship/State of Incorporation/Organization

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 the Assignment.)

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"/>
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Registration Number(s)

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1,738,920	<input type="text"/>	<input type="text"/>
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2,140,683	<input type="text"/>	<input type="text"/>
2,045,796	<input type="text"/>	<input type="text"/>
1,873,711	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>

**BILL OF SALE AND ASSIGNMENT
OF LIABILITIES AND CONTRACTS**

This AGREEMENT, is made as of the 28th day of August, 1997, by and between Klipsch, Inc., an Arkansas corporation ("KI") and Klipsch, L.L.C., an Indiana limited liability company ("KLLC").

WHEREAS, KI is a wholly-owned subsidiary of KLLC;

WHEREAS, KI desires to liquidate all of its assets and liabilities into KLLC;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. KI hereby transfers and assigns all of its assets; including, but not limited to, real property, personal property, intellectual property, intangible property, equipment, furniture, inventory, accounts receivable, fixtures, trademarks, patents, service marks, trademark applications, patent applications, trademark applications, service mark applications, vehicles, freight claims, insurance claims, causes of action, prepaid items, real estate, buildings, supplies, note receivables, business records, and all other assets used in connection with KI's business.
2. KI hereby assigns and KLLC hereby assumes all of KI's liabilities; including but not limited to, indebtedness to NBD Bank, indebtedness pursuant to an Arkansas Development Finance Authority bond issue, contracts, leases, purchase orders, accounts payable, taxes, debentures and all other instruments of indebtedness.
3. KI and KLLC each agree to execute any further documents or instruments necessary to complete the transfer of the assets and liabilities of KI to KLLC.

IN WITNESS WHEREOF, the undersigned have caused this instrument to be duly executed as of the date first above written.

KLIPSCH, INC.

KLIPSCH, L.L.C.

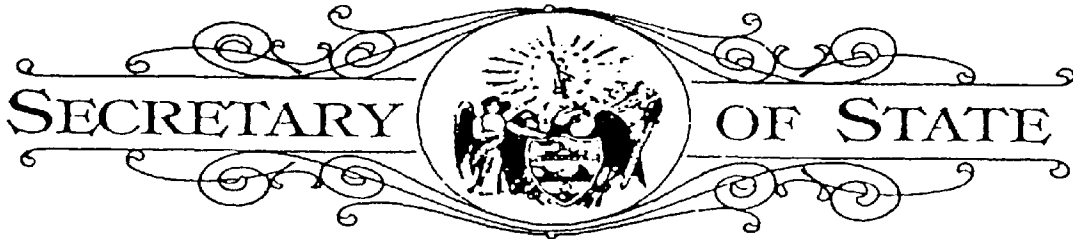
By: Fred S. Klipsch
Fred S. Klipsch,
Chairman

By: Fred S. Klipsch
Fred S. Klipsch,
President

EXHIBIT C

TRADEMARK
REEL: 002234 FRAME: 0312

STATE OF ARKANSAS



Sharon Priest
Secretary of State

To All to Whom These Presents Shall Come, Greetings:

I, Sharon Priest, Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

CERTIFICATE OF AMENDMENT

OF

KLIPSCH & ASSOCIATES, INC.

CHANGING NAME TO

KLIPSCH, INC.

MAR -5 95

FILED IN THIS OFFICE:
MARCH 6, 1995

TRADEMARK
OFFICE

TRADEMARK

FILE 928 11231



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this SIX day of MARCH 1995

Sharon Priest

Secretary of State

EXHIBIT A

TRADEMARK

REEL: 002234 FRAME: 0313

Attachment to
Recordation Form Cover Sheet
Trademarks Only

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

74/480,521	74/551,392	74,551,396
74/480,435	74/551,393	
74/490,436	74/551,394	
74/491,452	74/551,395	

ASC } HAVE NOT RECEIVED APPLICATION NUMBER
AHT } AT THIS TIME

B. Trademark Registration No.(s)

591,908	1,031,296	1,820,513
762,239	1,768,458	1,581,243
862,324	1,175,983	1,656,615
867,849	1,279,670	1,698,856
970,067	1,530,634	1,698,857
978,949	1,537,259	1,738,920

TRADEMARK

FBI 1328 FEB 12 2001