

09-17-2001



101845479

To the Honorable Commissioner of
thereof.

and the attached original documents or copy

1. Name of conveying party(ies):

Harman Music Group, Incorporated

- ☐ Individual(s) ☐ Ltd. Partnership
☐ General Partnership ☐ Association
☒ Corporation-State -- **Delaware**
☐ Other

Additional names of conveying party(ies) attached?

☐ Yes ☒ No

2. Name and address of receiving party(ies)

Harman International Industries, Incorporated
8500 Balboa Blvd.
Northridge, CA 91329

- ☐ Individual(s) citizenship
☐ General Partnership
☐ Limited Partnership
☒ Corporation-State - **Delaware**
☐ 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)
Additional name(s) & address(es) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Execution Date: **August 30, 2001**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,219,502Additional numbers attached? ☐ Yes ☒ No5. Name and address of party to whom correspondence
concerning document should be mailed:**Robert P. Hart, Esq.**
Harman International Industries, Incorporated
8500 Balboa Blvd.
Northridge, CA 913296. Total number of applications and registrations involved: ☒ 1

7. Total fee (37 CFR 3.41).....\$40.00

- ☒ Enclosed
☒ Authorized to be charged to deposit account

8. Deposit account number: **50-1929**

(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.***Robert P. Hart**

Name of Person Signing

Signature

Date

Total number of pages including cover sheet, attachments, and document: ☒ 13

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

09/17/2001 LMJELLER 00000022 2219502

01 FC:481

40.00 DP

TRADEMARK
REEL: 002367 FRAME: 0846

TRADEMARK ASSIGNMENT

WHEREAS, Harman Music Group, Incorporated a Delaware corporation, having a place of business at 8760 South Sandy Parkway, Sandy Utah 84070 ("ASSIGNOR" herein), has used and is the owner of the foregoing mark as evidenced by its registration in the United States Trademark Office.

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
BLUE SERIES	2,219,502	January 19, 1999

WHEREAS, Harman International Industries, Incorporated, a Delaware corporation, having a mailing address of 8500 Balboa Boulevard, Northridge, California 91329 ("ASSIGNEE" herein), desires to acquire said mark and the above-identified registration thereof, together with the goodwill of the business in connection with which said mark is used.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, ASSIGNOR does hereby assign unto said ASSIGNEE all right, title and interest in and to the above mark and the above-identified registration thereof, and all rights and privileges pertaining to said mark, together with the goodwill of the business symbolized by the mark.

ASSIGNOR further agrees that it shall render all reasonable assistance to ASSIGNEE, and will, from time-to-time, execute all instruments and documents necessary to maintain, preserve or protect the mark and its registration, and to perfect the record title of ASSIGNEE in and to said mark and its said registration.

Harman Music Group

Dated: AUGUST 30, 2001

By Edwin C. Summers
Edwin C. Summers
Assistant Secretary

STATE OF CALIFORNIA

)

)

SS

)

COUNTY OF LOS ANGELES

On AUGUST 30, 2001, before me, KAREN EAMES,
Notary Public, personally appeared EDWIN P. SUMMERS, personally known to me (~~or proved~~
~~to me on the basis of satisfactory evidence~~) to be the person(s) whose names(s) is/~~are~~ subscribed
to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in
his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal



Karen Eames
SIGNATURE OF NOTARY PUBLIC

State of Delaware

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"HARMAN MUSIC GROUP, INCORPORATED", A UTAH CORPORATION,
WITH AND INTO "HARMAN MUSIC GROUP, INCORPORATED" UNDER THE
NAME OF "HARMAN MUSIC GROUP, INCORPORATED", A CORPORATION
ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE,
AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF OCTOBER,
A.D. 1998, AT 1:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in dark ink, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2818476 8100M

981390374

AUTHENTICATION: 9345691

DATE: 10-08-98

TRADEMARK
REEL: 002367 FRAME: 0849

CERTIFICATE OF MERGER

OF

**HARMAN MUSIC GROUP, INCORPORATED,
a Utah corporation**

AND

**HARMAN MUSIC GROUP, INCORPORATED,
a Delaware corporation**

It is hereby certified that:

1. The constituent business corporations participating in the merger herein certified are:
 - (i) Harman Music Group, Incorporated, which is incorporated under the laws of the State of Delaware ("HD"); and
 - (ii) Harman Music Group, Incorporated, which is incorporated under the laws of the State of Utah ("HU").
2. A Plan and Agreement of Merger has been approved, adopted, certified, executed, and acknowledged by each of the aforesaid constituent corporations in accordance with the provisions of subsection (c) of Section 252 of the General Corporation Law of the State of Delaware.
3. The name of the surviving corporation of the merger herein certified is Harman Music Group, Incorporated, a Delaware corporation, which will continue its existence as said surviving corporation under its present name upon the effective date of said merger pursuant to the provisions of the laws of the State of Delaware.
4. The Certificate of Incorporation of HD, as now in force and effect, ~~shall~~ continue to be the Certificate of Incorporation of said surviving corporation until amended and changed pursuant to the provisions of the laws of the State of Delaware.

5. The executed Plan and Agreement of Merger between the aforesaid constituent corporations is on file at the principal office of the surviving company, the address of which is as follows:

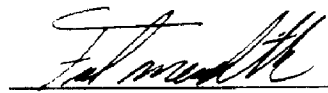
8500 Balboa Boulevard
Northridge, California 91329

6. A copy of the aforesaid Plan and Agreement of Merger will be furnished by the aforesaid surviving corporation, on request, and without cost, to any stockholder of each of aforesaid constituent corporations.

7. HU is authorized to issue 10,000 shares of capital stock, par value of \$1.00 per share.


Dated: October 6, 1998

HARMAN MUSIC GROUP, INCORPORATED,
a Delaware corporation

By: 
Frank Meredith
Its Chief Financial Officer and
Assistant Secretary

Dated: October 6, 1998

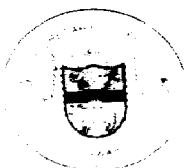
HARMAN MUSIC GROUP, INCORPORATED,
a Utah corporation

By: 
Frank Meredith
Its Assistant Secretary

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "HARMAN MUSIC GROUP, INCORPORATED", FILED IN THIS OFFICE ON THE SEVENTH DAY OF NOVEMBER, A.D. 1997, AT 4:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2818476 8100

971380676

AUTHENTICATION:

8750825

DATE: TRADEMARK

REEL: 002367 FRAME: 0852

CERTIFICATE OF INCORPORATION
OF
HARMAN MUSIC GROUP, INCORPORATED
A STOCK CORPORATION

I, the undersigned, for the purpose of incorporating and organizing a corporation under the General Corporation Law of the State of Delaware, do hereby certify as follows:

FIRST: The name of the corporation (the "Corporation") is Harman Music Group, Incorporated.

SECOND: The address of the Corporation's registered office in the State of Delaware is 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of the Corporation's registered agent at such address is The Corporation Trust Company.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.

FOURTH: The total number of shares of which the Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock, par value of \$0.01 per share.

FIFTH: Elections of directors need not be by written ballot except and to the extent provided in the by-laws of the Corporation.

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SIXTH: To the full extent permitted by the General Corporation Law of the State of Delaware or any other applicable laws presently or hereafter in effect, no director of the Corporation shall be personally liable to the Corporation or its stockholders for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation. Any repeal or modification of this Article Sixth shall not adversely affect any right or protection of a director of the Corporation existing immediately prior to such repeal or modification.

SEVENTH: Each person who is or was or had agreed to become a director or officer of the Corporation, or each such person who is or was serving or who had agreed to serve at the request of the Board of Directors or an officer of the Corporation as an employee or agent of the Corporation or as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including the heirs, executors, administrators or estate of such person), shall be indemnified by the Corporation to the full extent permitted by the General Corporation Law of the State of Delaware or any other applicable laws as presently or hereafter in effect. Without limiting the generality or the effect of the foregoing, the Corporation may enter into one or more agreements with any person which provide for indemnification greater or different than that provided in this Article. Any repeal or modification of this Article Seventh shall not adversely affect any right or protection existing hereunder immediately prior to such repeal or modification.

EIGHTH: In furtherance and not in limitation of the rights, powers, privileges, and discretionary authority granted or conferred by the General Corporation Law of the State of Delaware or other statutes or laws of the State of Delaware, the Board of Directors is expressly authorized to make, alter, amend or repeal the by-laws of the Corporation, without any action on

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the part of the stockholders, but the stockholders may make additional by-laws and may alter, amend or repeal any by-law whether adopted by them or otherwise. The Corporation may in its by-laws confer powers upon its Board of Directors in addition to the foregoing and in addition to the powers and authorities expressly conferred upon the Board of Directors by applicable law.

NINTH: The Corporation reserves the right at any time and from time to time to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted, in the manner now or hereafter prescribed herein or by applicable law; and all rights, preferences and privileges of whatsoever nature conferred upon stockholders, directors or any other persons whomsoever by and pursuant to this Certificate of Incorporation in its present form or as hereafter amended are granted subject to this reservation.

TENTH: The name and mailing address of the incorporator is Wendy Dann Adato, 1450 G Street, N.W., Suite 700, Washington, D.C. 20005.

ELEVENTH: The names and mailing addresses of the persons who are to serve as directors of the Corporation until the first annual meeting of stockholders or until their successors are elected and qualified are as follows:

NAME**MAILING ADDRESS**

Sidney Harman

8500 Balboa Boulevard
Northridge, CA 91329

Bernard A. Girod

8500 Balboa Boulevard
Northridge, CA 91329

4

John Johnson

8760 S. Sandy Parkway
Sandy, UT 84070

IN WITNESS WHEREOF, I the undersigned, being the incorporator hereinabove
named, do hereby execute this Certificate of Incorporation this 7th day of November, 1997.

A handwritten signature in black ink, appearing to read "Wendy Dann Adato", written over a horizontal line.

Wendy Dann Adato

Division of Corporations and Commercial Code
I hereby certify that the foregoing has been filed
and approved in the office of the Division and hereby issue
this Certificate thereof.

EXPEDITE

CO# 079631

ARTICLES OF AMENDMENT
OF THE

Incor. Date 7/22/96



Karl S. Woods
KORLA E. WOODS
Secretary

REVISED ARTICLES OF INCORPORATION OF
DOD ELECTRONICS CORPORATION

RECEIVED
JUL 22 1996

Utah Div. of Corp. Comm. Code

DOD Electronics Corporation, a corporation organized and
existing under the laws of the State of Utah (the "Corporation"),
DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation
pursuant to a unanimous written action in lieu of a meeting
pursuant to Section 16-10a-821 of the State of Utah Business
Corporation Act, adopted a resolution proposing and declaring
advisable an amendment to the Corporation's Revised Articles of
Incorporation. The resolution setting forth the proposed
amendment is as follows:

RESOLVED, that Article FIRST of the Revised Articles of
Incorporation of the Corporation be amended to read as follows:

"FIRST. The name of the corporation is Harman Music
Group, Incorporated."

SECOND: That in lieu of a meeting and vote of stockholders,
the sole stockholder of the Corporation has given written consent
to such amendment in accordance with the provisions of Section
16-10a-704 of the State of Utah Business Corporation Act.

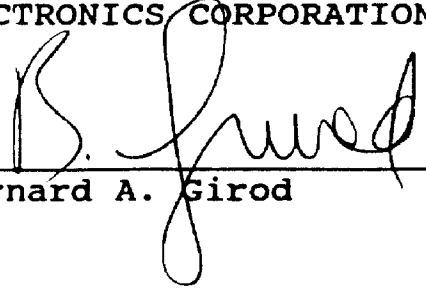
THIRD: That such amendment was duly adopted in accordance
with the provisions of Section 16-10a-1003 of the State of Utah
Business Corporation Act on June 28, 1996.

6204000034

IN WITNESS WHEREOF, the Corporation has caused these
Articles of Amendment to be signed by Bernard A. Girod, its Vice
President and Secretary, this 28th day of June, 1996.

DOD ELECTRONICS CORPORATION

By:


Bernard A. Girod