

MRB
12-2-01

12-18-2001



Form PTO-1594
(Rev. 03/01)
OMB No. 0651-0027 (exp. 5/31/2002)
Tab settings

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

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

1. Name of conveying party(ies):

TURNER GOLD FRANCE ENGINEERING CORPORATION

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - **CALIFORNIA**
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: **RADIOCONNECT CORPORATION**

Internal Address: _____

Address: _____

Street Address: **3521 WEST LOMITA BLVD. SUITE 201**

City: **TORRANCE** State: **CA** Zip: **90505**

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State **CALIFORNIA**
 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: **MAY 7, 2001**

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,994,710

Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **MICHELLE A. COOKE**

Internal Address: _____

Street Address: **NEFF LAW GROUP**
21515 HAWTHORNE BLVD., #650

City: **TORRANCE** State: **CA** Zip: **90503**

6. 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: _____

(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.

DANIEL SHULMAN
 Name of Person Signing

[Signature]
 Signature

11/1/01
 Date

Total number of pages including cover sheet, attachments, and document: **9**

12/18/2001 LNUJELLER 00000013 1994710
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Documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

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(Rev. 03/01)

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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

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

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

1. Name of conveying party(ies):

RADIOCONNECT CORPORATION

- Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - CALIFORNIA
 Other _____

2. Name and address of receiving party(ies)

Name: SONIK TECHNOLOGIES CORP.Internal Address: STAN WITKOWStreet Address: 2310 COSTEAU COURTCity: VISTA State: CA Zip: 92083

- Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State CALIFORNIA
 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
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4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,994,710

Additional number(s) attached Yes No

6. Total number of applications and registrations involved:

1

TRADEMARK ASSIGNMENT

May 7, 2001

WHEREAS, Turner Gold France Engineering Corporation, a corporation duly organized and existing under the law of the State of California with its registered office at 3521 West Lomita Boulevard, Torrance, California 90505 ("TGFE"), having adopted and being the owner of the trademark RADIOCONNECT for certain goods/services, filed applications to register RADIOCONNECT with the U.S. Trademark Office and the Office of the Secretary of State, State of California ("Trademark Offices"), which resulted in the valid and existing registrations identified in attached Exhibit A ("Registrations"). The trademark RADIOCONNECT, the Registrations therefore, renewals (if any), the good will of the business symbolized thereby, and all worldwide rights contained therein, are hereinafter collectively referred to as the "Marks";

WHEREAS, effective May 7, 2001, TGFE assigned the Marks to RadioConnect Corporation, a corporation duly organized and existing under the law of the State of California with its registered office at 3521 West Lomita Boulevard, Suite 201, Torrance, California ("RCC"). The TGFE/RCC Trademark Assignments are being filed with the Trademark Offices simultaneously herewith, true and correct copies of which are attached hereto as Exhibit B;

WHEREAS, on May 7, 2001 RCC entered into an asset purchase agreement with Sonik Technologies Corporations, a corporation duly organized and existing under the laws of the State of California with its registered office at 2310 Costeau Court, Vista, California 92083 ("Sonik"), whereby RCC transferred all right, title and interest in and to the Marks to Sonik;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, RCC does hereby assign unto Sonik all right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks and all claims and rights associated therewith, including but not limited to, any and all claims and rights to bring and maintain actions based on the Marks. RCC further agrees to execute and deliver, from time to time, all further instruments of conveyance, assignment and further assurances, and to perform all such other acts, as may be reasonably required to transfer and assign all of RCC's interests in and to the Marks.

IN WITNESS WHEREOF, the RCC has caused this Assignment to be duly executed as of the day and year first above written.

RADIOCONNECT

By: [Signature]
Name: H Maurice France
Title: President

State of California } ss.
County of Los Angeles }

Suscribed and sworn to before me on May 23, 2001.

[Signature]
Sandra L. Del Pilar, Notary Public



EXHIBIT A
List of Trademarks

Federal Registrations

RADIOCONNECT, registration no. 1,994,710, registered August 20, 1996 for computer peripheral hardware and related software which operates in an attached computer and controls, coordinates, and monitors the data flow to the computer peripheral hardware, which together provides wireless point-to-point in network communications between computers, computer peripherals, mobile terminals and special purpose electronic units equipped with the marked hardware and software in Class 9.

California Registrations

RADIOCONNECT, registration no. 100756, registered December 15, 1995 for computer software for wireless communications in International Class 9 and Official State Class 38.

RADIOCONNECT, registration no. 100771, registered January 2, 1996 for computer peripheral hardware for wireless communications between computers, mobile terminals and peripherals in International Class 9 and Official State Class 26.

RADIOCONNECT, registration no. 100770, registered January 2, 1996 for special purpose electronic units for wireless communications in International Class 9 and Official State Class 21.

EXHIBIT B

Trademark Assignments

TRADEMARK ASSIGNMENT

Whereas Turner Gold France Engineering Corporation, a California corporation having an address at 3521 West Lomita Boulevard, Torrance, California 90505, has adopted, is the owner and is using a mark which is registered in the United States Patent and Trademark Office, Registration No. 1,994,710, dated August 20, 1996; and

Whereas RadioConnect Corporation, a California Corporation having an address at 3521 West Lomita Boulevard, Torrance, California 90505 is desirous of acquiring said mark and the registration thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Turner Gold France Engineering Corporation (assignor) does hereby assign to RadioConnect Corporation (assignee) all rights, title and interest in and to the mark RADIOCONNECT together with the goodwill symbolized by the mark and the above identifies registration thereof.

Signed at Torrance, California, this 7th day of May, 2001.

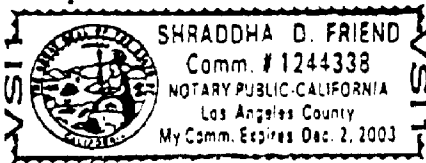
Turner Gold France Engineering Corporation

By [Signature]
Title President & CEO

State of California }
County of Los Angeles } ss.

On this 9th day of May, 2001, before me appeared H. MAURICE FRANCE
the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the identified corporation with authority to do so.

[Signature]
Notary



TRADEMARK ASSIGNMENT

Whereas Turner Gold France Engineering Corporation, a California corporation having an address at 3521 West Lomita Boulevard, Torrance, California 90505, has adopted, is the owner and is using a mark which is registered in the Office of the Secretary of State, State of California, Registration No. 100770, dated January 2, 1996; and

Whereas RadioConnect Corporation, a California Corporation having an address at 3521 West Lomita Boulevard, Torrance, California 90505 is desirous of acquiring said mark and the registration thereof;

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Turner Gold France Engineering Corporation (assignor) does hereby assign to RadioConnect Corporation (assignee) all rights, title and interest in and to the mark RADIOCONNECT together with the goodwill symbolized by the mark and the above identifies registration thereof.

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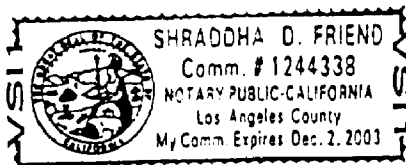
Turner Gold France Engineering Corporation

By [Signature]
Title President & CEO

State of California } ss.
County of Los Angeles }

On this 9th day of May, 2001, before me appeared H. MAURICE FRANCE, the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the identified corporation with authority to do so.

[Signature]
Notary



TRADEMARK ASSIGNMENT

Whereas Turner Gold France Engineering Corporation, a California corporation having an address at 3521 West Lomita Boulevard, Torrance, California 90505, has adopted, is the owner and is using a mark which is registered in the Office of the Secretary of State, State of California, Registration No. 100756, dated December 15, 1995; and

Whereas RadioConnect Corporation, a California Corporation having an address at 3521 West Lomita Boulevard, Torrance, California 90505 is desirous of acquiring said mark and the registration thereof,

Now, therefore, for good and valuable consideration, receipt of which is hereby acknowledged, Turner Gold France Engineering Corporation (assignor) does hereby assign to RadioConnect Corporation (assignee) all rights, title and interest in and to the mark RADIOCONNECT together with the goodwill symbolized by the mark and the above identifies registration thereof.

Signed at Torrance, California, this 7th day of May, 2001.

Turner Gold France Engineering Corporation

By [Signature]
Title President & CEO

State of California }
County of Los Angeles } ss.

On this 9th day of May, 2001, before me appeared H. MAURICE FRANCE the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the identified corporation with authority to do so.

[Signature]
Notary



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Signed at Torrance, California, this 7th day of May, 2001.

Turner Gold France Engineering Corporation

By [Signature]
Title President + CEO

State of California }
County of Los Angeles } ss.

On this 9th day of May, 2001, before me appeared H. MAURICE FRANCE, the person who signed this instrument, who acknowledged that he/she signed it as a free act on behalf of the identified corporation with authority to do so.

[Signature]
Notary

