

05-07-2002



102080558

HEET

U.S. Department of Commerce
Patent and Trademark Office

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

<p>1. Name and address of conveying party(ies):</p> <p>Name: <u>Beltone Electronics Corporation</u> Address: <u>4201 West Victoria Street</u> <u>Chicago, IL 60646 U.S.A.</u></p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation, State of <u>California</u> Other: _____</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p style="text-align: center; font-size: 2em;"><i>4.23.02</i></p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: <u>Beltone Electronics Corporation LLC</u> Address: <u>4201 West Victoria Street</u> <u>Chicago, IL 60646 U.S.A.</u></p> <p><input type="checkbox"/> Individual(s) citizenship: _____ <input type="checkbox"/> Association: _____ <input type="checkbox"/> General Partnership: _____ <input type="checkbox"/> Limited Partnership: _____ <input checked="" type="checkbox"/> Corporation, State of: <u>Delaware</u> Other: _____</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designation must be a separate document from Assignment) Additional name(s) of receiving party(ies) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
Other: _____

Execution Date: December 27, 2001


<p>4. Application Number(s) or Registration Number(s):</p> <p>A. Trademark Application Number(s): <u>75/583,483</u></p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>B. Trademark Registration Number(s):</p> <p>Additional numbers attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</p>
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<p>5. Name and address of party to whom correspondence concerning this document should be mailed:</p> <p>Name: <u>Mary Dougherty, Trademark Administrator</u></p> <p>Address: <u>McCutchen, Doyle, Brown, & Enersen LLP</u> <u>Three Embarcadero Center, Suite 1800</u> <u>San Francisco, California 94111</u></p>	<p>6. Total applications and registrations involved: <u>1</u></p> <p>7. Total fee (37 C.F.R. § 3.41)(\$40.00 per assignment): <u>\$40.00</u></p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account. <input checked="" type="checkbox"/> The Commissioner is authorized to charge underpayment of any fees or credit any overpayment to deposit Account Number 501193.</p> <p>8. Deposit Account Number: <u>501193</u></p>
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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.

Name: Mary Dougherty Signature:  Date: 4-23-02

Total number of pages including cover sheet, attachments and document: 3

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

05/06/2002
01 FC:481

DBYRNE 00000138 75583483
40.00 OP

Docket No. 23795-900-79-US
21422410.1/23795-0900

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Delaware

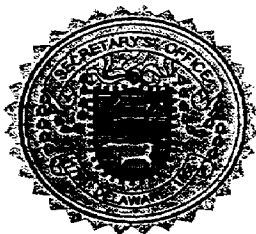
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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:

"BELTONE ELECTRONICS CORPORATION", A ILLINOIS CORPORATION, WITH AND INTO "BELTONE ELECTRONICS CORPORATION LLC" UNDER THE NAME OF "BELTONE ELECTRONICS CORPORATION LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 3 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE FIRST DAY OF JANUARY, A.D. 2002, AT 12:01 O'CLOCK A.M.



3469492 8100M

010674704

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1536283

DATE: 01-02-02

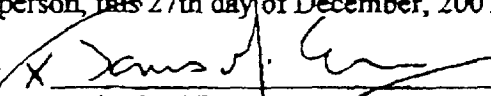
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CERTIFICATE OF MERGER
 OF
 BELTONE ELECTRONICS CORPORATION
 AND
 BELTONE ELECTRONICS CORPORATION LLC

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act.

1. The name of the surviving limited liability company is Beltone Electronics Corporation LLC, a Delaware limited liability company.
2. The name of the corporation being merged into this surviving limited liability company is Beltone Electronics Corporation. The jurisdiction in which this corporation was formed is Illinois.
3. The Agreement of Merger has been approved and executed by both the corporation and the limited liability company.
4. The name of the surviving limited liability company is Beltone Electronics Corporation LLC.
5. The effective time of the merger is 12:01 a.m. January 1, 2002.
6. The executed Agreement of Merger is on file at 4201 W. Victoria, Chicago, Illinois 60646, the principal place of business of the surviving limited liability company.
7. A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the limited liability company or any person holding an interest in any other business entity which is to merge or consolidate.

IN WITNESS WHEREOF, said limited liability company has caused this certificate to be signed by an authorized person, this 27th day of December, 2001.

By: X 
 Authorized Person

Name: JAMES M. CURRAN
 Print or Type

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 03:00 PM 12/28/2001
 010674704 - 3469492

CERTIFICATE OF MAILING
BY "EXPRESS MAIL" UNDER 37 CFR § 1.10

"Express Mail" Mailing Label Number

EL 828019613U

Date Mailed: April 23, 2002

I hereby certify that the attached correspondence is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" service under 37 CFR § 1.10 on the date indicated above and is addressed to the Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231.

Type or Print Name of Person Mailing: Peggy Pavao



Signature of Person Mailing

Re: Serial No. 75/583,483