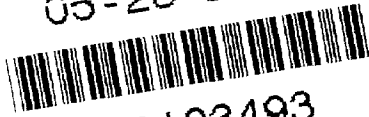


05-28-2002



102103493

To the Honorable Commissioner of F

Submit the attached original documents or copy thereof.

1. Name of conveying party(ies):
Richard Aspen Pittman dba GT Electronics

4.26.02

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

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

2. Name and address of receiving party(ies):
Name: Groove Tubes LLC

Internal Address:
Street Address: 1543 Truman Street

City: San Fernando
State: CA Zip: 91340

Individual(s) citizenship: _____
 Association: _____
 General Partnership: _____
 Limited Partnership: California
 Corporation-State: _____
 Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes
(Designations must be a separate document from assignment) No

Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: April 25, 2002

4. Application Number(s) or Registration Number(s):

A. Trademark Application No.(s):

Additional numbers attached? Yes No

B. Trademark Registration No.(s):
1,924,490

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

Name: John M. May
Name: FULBRIGHT & JAWORSKI L.L.P.
Name: John M. May
Name: FULBRIGHT & JAWORSKI L.L.P.
Internal Address: Atty. Dkt.: LA-6062-103.US

Street Address: 865 South Figueroa
Twenty-Ninth Floor

City: Los Angeles State: CA Zip: 90017-2571

6. Total Number of applications and registrations involved: 1

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

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

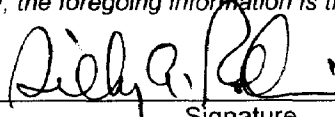
Authorized to be charged to Deposit Account
 Enclosed

8. Deposit account number:
50-0337

(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.

Billy A. Robbins  April 26, 2002
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 1

Recordation Form Cover Sheet

I hereby certify that this correspondence is being deposited with the U.S. Postal Service as Express Mail, Airbill No. EL318836035US, in an envelope addressed to: Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202-3513, on the date shown below.

Dated: April 26, 2002 Signature:  (Linda Bakke)

APR-24-02 17:04 FROM:

ID: 2136325085

**ASSIGNMENT OF REGISTRATION
OF A TRADEMARK/SERVICE MARK**

Assignor: Richard Aspen Pittman dba GT Electronics

Address: 1543 Truman Street
San Fernando, California 91342

Mark: SOUL-O

Registration No. 1,924,490

Date of Registration: October 3, 1995

Assignee: Groove Tubes LLC (California Limited Liability Corporation)

Address: 1543 Truman Street
San Fernando, California 91340

Assignor assigns to Assignee all right, title and interest in and to the above referenced mark and its registration, together with the good will of the business with which the mark is used, or that part of the good will connected with the use of, and symbolized by, the mark.

This Assignment effective as of October 19, 2000.

By


Richard Aspen Pittman

Date of Execution: April 25, 2002