

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Recoton Corporation		07/07/2003	CORPORATION: NEW YORK
Recoton Audio Corporation		07/07/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Audiovox Electronics Corporation
Street Address:	150 Marcus Blvd.
City:	Hauppauge
State/Country:	NEW YORK
Postal Code:	11788
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number
Registration Number:	1976621
Registration Number:	632607
Registration Number:	2622157
Registration Number:	1506971
Registration Number:	2459419
Registration Number:	2312187
Registration Number:	2518081
Registration Number:	2549775
Registration Number:	2304131
Registration Number:	2185236
Registration Number:	1064373

CH \$440.00 1976621

Registration Number:	1063779
Registration Number:	1083302
Registration Number:	2111549
Registration Number:	2622216
Registration Number:	2140654
Registration Number:	2674060

CORRESPONDENCE DATA

Fax Number: (516)802-7008

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 516-802-7007

Email: rlevy@levystopol.com

Correspondent Name: Robert S. Levy

Address Line 1: East Tower, 14th Floor, 190 EAB Plaza

Address Line 4: Uniondale, NEW YORK 11556-0190

NAME OF SUBMITTER:

Mary Ann Schroder

Total Attachments: 13

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, Recoton Corporation, a New York corporation and various of its affiliates, as set forth under the caption "Assignors" on the signature pages hereof (collectively, the "Assignors"), own the trademarks, service marks, trade names, logos, designs, trade dress and slogans listed in Exhibit A, including without limitation all applications and registrations therefor and all common law rights therein, and the goodwill and reputation of the businesses connected with and symbolized by such items (the "Marks");

WHEREAS, Audiovox Electronics Corporation, a Delaware corporation ("Assignee"), desires to acquire all of the right, title and interests of Assignors in, to and under the Marks, together with the goodwill of the businesses symbolized by the Marks;

WHEREAS, Assignee is a successor to the portions of the businesses of the Assignors to which the Marks pertain; and

WHEREAS, Assignors and Assignee have entered into a certain Trademark Assignment Agreement dated July 9, 2003, assigning, among other things, all right, title and interests in and to the Marks and in and to the registrations and/or applications for same from Assignors to Assignee;

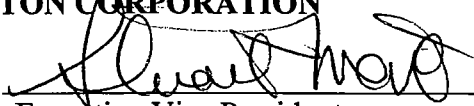
NOW, THEREFORE, in consideration of the compensation set forth in the First Amended and Restated Stock and Asset Purchase Agreement dated June 2, 2003, entered into by and between certain of the Assignors and JAX Assets Corporation, a wholly owned subsidiary of Assignee, and other good and valuable consideration paid to Assignors, the receipt and sufficiency of which hereby is acknowledged, each of the Assignors does hereby sell, assign, transfer and convey unto Assignee its entire right, title and interests in and to the Marks, and to the applications and/or registrations for the Marks, together with the goodwill of the business symbolized by the Marks and the portion of the business of such Assignor to which the Marks pertain, including the right to sue and recover for any past infringement thereof.

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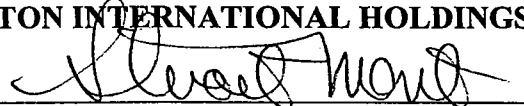
IN WITNESS WHEREOF, each Assignor has caused this Assignment to be duly executed by an authorized officer on this 7th day of July, 2003.

ASSIGNORS:

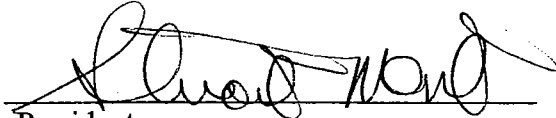
RECOTON CORPORATION

By: 
Title: Executive Vice President
Address: 2950 Lake Emma Road, Lake Mary, FL 32746

**RECOTON AUDIO CORPORATION
RECOTON HOME AUDIO, INC.
RECOTON MOBILE ELECTRONICS, INC.
RECOTON INTERNATIONAL HOLDINGS, INC.**

By: 
Title: Vice President
Address: 2950 Lake Emma Road, Lake Mary, FL 32746

RECOTON CANADA LTD.

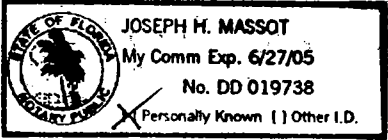
By: 
Title: President
Address: 680 Granite Court, Pickering, Ontario, L1W 3J5, Canada

STATE OF FLORIDA)
) ss.:
COUNTY OF SEMINOLE)

On the 7th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue, Winter Park, Florida, and that he is the Executive Vice President of RECOTON CORPORATION, the corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.

Joseph H. Massot
Notary Public

[Notarial Seal]

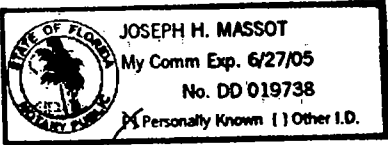


STATE OF FLORIDA)
) ss.:
COUNTY OF SEMINOLE)

On the 7th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue, Winter Park, Florida, and that he is a Vice President of RECOTON AUDIO CORPORATION, RECOTON HOME AUDIO CORPORATION, RECOTON MOBILE ELECTRONICS, INC., AND RECOTON INTERNATIONAL HOLDINGS, INC., each a corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.

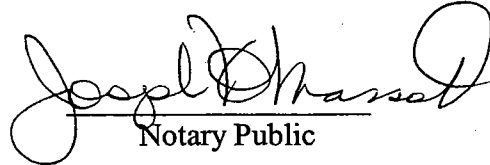
Joseph H. Massot
Notary Public

[Notarial Seal]



STATE OF FLORIDA)
) ss.:
COUNTY OF SEMINOLE)

On the 7th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue, Winter Park, Florida and that he is the President of RECOTON CANADA LTD., the corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.


Notary Public

[Notarial Seal]

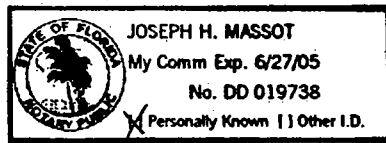


Exhibit A

MARKS

I. TRADEMARKS AND SERVICE MARKS

ADVANCED ACOUSTIC ACCURACY
AMERICAN CLASSICS
ATS & DESIGN
CONVERGENCE
IF IT'S TOO LOUD, YOU'RE TOO OLD
INTELLICAR
LINEAR RESEARCH
MARBL
MISC. DESIGN (HANDPRINT)
PHASE LINEAR
PHASE LINEAR (STYLIZED)
POWERED PARTNERS
QUADRAX
STELLAR
TRIAx
WHAT WOULD THE WORLD SOUND LIKE WITHOUT US
WHATTAYADEAF?

II. CORRESPONDING APPLICATIONS & REGISTRATIONS

United States

Mark	Assignor	Application No.	Registration No.	[Status]	Int'l Class
Registered Marks:					
ADVANCED ACOUSTIC ACCURACY	Recoton Audio Corporation	76/210,005	2,622,157	Registered	9
AMERICAN CLASSICS	Recoton Audio Corporation	73/716,357	1,506,971	Registered	9
ATS & Design	Recoton Audio Corporation	75/902,372	2,459,419	Registered	9
CONVERGENCE	Recoton Audio Corporation	75/251,168	2,312,187	Registered	9
INTELLICAR	Recoton Audio Corporation	75/691,704	2,518,081	Registered	9
LINEAR RESEARCH	Recoton Audio Corporation	76/225,066	2,549,775	Registered	9
MARBL	Recoton Audio Corporation	75/583,887	2,304,131	Registered	9
MISC. DESIGN (Handprint)	Recoton Audio Corporation	74/703,661	2,185,236	Registered	9
PHASE LINEAR	Recoton Audio Corporation	73/098,310	1,064,373	Registered	9
PHASE LINEAR (Stylized)	Recoton Audio Corporation	73/098,309	1,063,779	Registered	9
POWERED PARTNERS	Recoton Corporation	74/689,669	1,976,621	Registered	9
QUADRAX	Recoton Audio Corporation	73/129,832	1,083,302	Registered	9
STELLAR	Recoton Audio Corporation	74/711,156	2,111,549	Registered	9
TRIAX	Recoton Corporation	71/698,617	632,607	Registered	9
WHAT WOULD THE WORLD SOUND LIKE WITHOUT US	Recoton Audio Corporation	76/257,297	2,622,216	Registered	9
WHATTAYADEAF?	Recoton Audio Corporation	75/241,487	2,140,654	Registered	9
IF IT'S TOO LOUD, YOU'RE TOO OLD	Recoton Audio Corporation	76/243,593	2,674,060	Registered	9

Execution Copy

POWER OF ATTORNEY

Each of the undersigned, **Recoton Corporation**, a New York corporation, **Recoton Audio Corporation**, a Delaware corporation, **Recoton Mobile Electronics, Inc.**, a Delaware corporation, **Recoton Home Audio, Inc.**, a California corporation, **Recoton International Holdings, Inc.**, a Delaware corporation, and **Recoton Canada Ltd.**, an Ontario, Canada corporation (each, an "Assignor," and collectively, the "Assignors"), does hereby irrevocably authorize, constitute and appoint the "Attorneys-In Fact" (as hereinafter defined) as the true and lawful attorneys-in-fact and agents for the undersigned and in its name, place and stead, with full power and authority, singly and not jointly with other attorneys-in-fact and agents, (a) to execute, deliver and file (or cause to be executed, delivered and filed) any and all documents and instruments, and (b) to obtain any and all consents, arising out of and/or related to the trademarks, service marks, trade names, trade dress, slogans, logos and designs listed on Exhibit A hereto, and the goodwill associated therewith (collectively, the "Trademarks"), and any domain names (or any other similar or successor address system) containing any of the Trademarks (including, without limitation, those domain names set forth on Exhibit B (the "Domain Names"), throughout the world, in order to:

- (1) effectuate, register, record or otherwise evidence the conveyance of the Trademarks and the Domain Names to Audiovox Electronics Corporation, a Delaware corporation (the "Assignee");
- (2) to perfect Assignee's interest in the Trademarks and the Domain Names;
- (3) to establish, evidence, maintain, defend and/or enforce Assignee's rights in the Trademarks and the Domain Names;
- (4) to prosecute, maintain and protect the Trademarks and the Domain Names, and Assignee's interests in and to such Trademarks and Domain Names, including by administering, owning, maintaining, renewing, prosecuting applications related thereto, and reviewing any office actions by the United States Patent and Trademark Office or any of its counterpart agencies in foreign jurisdictions, or by a domain name registry;
- (5) to monitor and enforce the quality control standards governing the use of the Trademarks and the Domain Names, and engaging in any and all activities necessary, advisable, convenient or incidental to accomplishing the foregoing;
- (6) to bring lawsuits relating to and/or arising out of (i) any infringement or dilution of the Trademark(s), (ii) any unfair competition relating to the Trademarks, and/or Domain Names; and/or (iii) any other apparent violation of Assignee's interests in the Trademarks and/or the Domain Names;
- (7) to defend against any written third-party claim that the Trademarks and/or the Domain Names infringe, dilute or unfairly compete with the intellectual property rights of such third party; and

TRADEMARK

REEL: 002687 FRAME: 0785

(8) to register additional top level domain names containing the Trademarks.

As used herein, "Attorneys-In-Fact" mean: (i) Patrick M. Lavelle (and any and all other persons who succeed him as President of JAX Assets Corporation), 150 Marcus Blvd., Hauppauge, NY 11788; (ii) Robert S. Levy, as General Counsel to Audiovox Corporation, 150 Marcus Blvd., Hauppauge, NY 11788; (iii) George A. Dremonas (and any and all other persons who succeed him as Counsel of Legal Operations for Thomson Inc.), 10330 North Meridian Street, Indianapolis, IN 46290; and (iv) C. David Geise (and any and all other person who succeed him as a Vice President of Worldwide Consumer Solutions for Thomson Inc.), 10330 North Meridian Street, Indianapolis, IN 46290.

The right, power and authority granted herein to the Attorneys-In-Fact shall commence and be in full force and effect as of the date indicated below. Each Assignor understands and agrees that such power and authority is coupled with an interest and is therefore irrevocable, and shall not be affected by subsequent disability or incompetence of the undersigned.

DATED as of this 1 day of July 2003.

RECOTON CORPORATION

By: [Signature]
Title: Executive Vice President
Address: 2950 Lake Emma Road, Lake Mary, FL 32746

RECOTON AUDIO CORPORATION
RECOTON HOME AUDIO, INC.
RECOTON MOBILE ELECTRONICS, INC.
RECOTON INTERNATIONAL HOLDINGS, INC.

By: [Signature]
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RECOTON CANADA LTD.

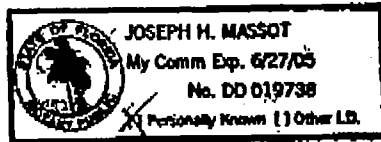
By: [Signature]
Title: President
Address: 680 Granite Court, Pickering, Ontario, L1W 3J5, Canada

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) ss.:
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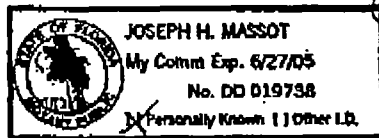


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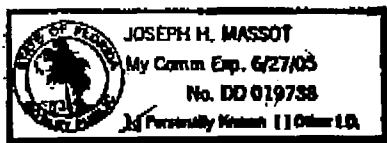
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ATS & DESIGN
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INTELLICAR
LINEAR RESEARCH
MARBL
MISC. DESIGN (HANDPRINT)
PHASE LINEAR
PHASE LINEAR (STYLIZED)
POWERED PARTNERS
QUADRAX
STELLAR
TRIAX
WHAT WOULD THE WORLD SOUND LIKE WITHOUT US
WHATTAYADEAF?

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EXHIBIT B

DOMAIN NAMES

phase-linear.com
poweredpartners.com
poweredpartnersdirect.com
recoton-europe.com
recotonitalia.com