



TO THE ASSISTANT COMMISSIONER OF PATENTS AND TRADEMARKS

1 document or copy thereof.

**102545939**

1. Name of conveying party(ies): (If multiple assignors, list numerically)

SRS Labs, Inc.

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - California
- Other:

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

*9.8.03*

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

Name: SRS Labs, Inc.  
Internal Address:  
Street Address: 2909 Daimler Street  
City: Santa Ana State: California ZIP: 92705

- Individual
- Association
- General Partnership
- Limited Partnership
- Corporation - 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) and address(es) attached?  
 Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other:

Execution Date: (If multiple assignors, list execution dates in numerical order corresponding to numbers indicated in 1 above) June 28, 1996

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

a. Trademark Application No(s):

b. Trademark Registration No(s):

<u>2,431,961</u>	2,051,667	2,048,101	1,984,525	1,566,927
2,148,089	2,258,323	2,044,183	2,166,047	1,501,111
2,217,519	2,233,043	2,042,227	1,617,359	

Additional numbers attached?  Yes  No

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

Name: Steven J. Nataupsky  
KNOBBE, MARTENS, OLSON & BEAR, LLP  
Customer No. 20,995  
Internal Address: Fourteenth Floor  
Street Address: 2040 Main Street  
City: Irvine State: CA ZIP: 92614  
Attorney's Docket No.: SRS LABS.001GEN

7. Total fee (37 CFR 1.21(h)): \$365

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 11-1410

Please charge this account for any additional fees which may be required, or credit any overpayment to this account.

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OPR/FINANCE  
RECEIVED

6. Total number of applications and registrations involved: 14

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.

Steven J. Nataupsky  
Name of Person Signing

*[Signature]*  
Signature

*September 9, 2003*  
Date

Total number of pages including cover sheet, attachments and document: 4

Mail documents to be recorded with required cover sheet information to:

09/09/2003 LNUELLER 00000169 2431961

01 FC:0521  
02 FC:0522

46.00 OP  
325.00 OP

Mail Stop Assignment Recordation Services  
Director, U.S. Patent and Trademark Office  
P.O. Box 1450  
Alexandria, VA 22313-1450

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**CORRECTED**  
**CERTIFICATE OF MERGER**  
**OF**  
**SRS LABS, Inc., a**  
**California corporation**  
**INTO**  
**SRS LABS, INC., a**  
**Delaware corporation**

**SRS LABS, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:**


**FIRST, That a Certificate of Merger of SRS LABS, Inc., a California corporation into SRS LABS, INC., a Delaware corporation, properly executed, was filed with the Secretary of State of Delaware on June 28, 1996, in good faith and with all belief that such Certificate of Merger was accurate and correct.**

**SECOND, That the Certificate of Merger was filed with Item No. 7 incorrectly reflecting the number of shares issued and outstanding as 6,361,098 rather than 6,361,096.**


**THIRD, That the Certificate of Merger should be corrected to read in its entirety as follows as Exhibit A.**

**IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by Thomas C.K. Yuen, its Chairman of the Board and Chief Executive Officer, and attested by Janet M. Biski, its Secretary, this 1st day of July, 1996.**

**SRS LABS, INC.**  
**a Delaware corporation**

By:   
**Thomas C.K. Yuen**  
**Chairman of the Board and**  
**Chief Executive Officer**

**ATTEST:**

By:   
**Janet M. Biski**  
**Secretary**

**EXHIBIT A**

**CERTIFICATE OF MERGER  
OF  
SRS LABS, INC., a  
California corporation  
INTO  
SRS LABS, INC., a  
Delaware corporation**

**(UNDER SECTION 252 OF THE GENERAL  
CORPORATION LAW OF THE STATE OF DELAWARE)**


**SRS Labs, Inc., a Delaware corporation hereby certifies that:**

1. The name and state of incorporation of each of the constituent corporations are:
- and
- (a) SRS Labs, Inc., a California corporation ("SRS-California");
- (b) SRS Labs, Inc., a Delaware corporation ("SRS-Delaware").
2. An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by SRS-California and by SRS-Delaware 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 is SRS Labs, Inc., a Delaware corporation.
4. The certificate of incorporation of SRS-Delaware shall be the certificate of incorporation of the surviving corporation, SRS-Delaware.
5. The executed Agreement and Plan of Merger is on file at the principal place of business of SRS-Delaware at 2909 Daimler Street, Santa Ana, California 92705.
6. A copy of the Agreement and Plan of Merger will be furnished by SRS-Delaware, on request and without cost, to any stockholder of SRS-California or SRS-Delaware.
7. The authorized capital stock of SRS-California, as of the date hereof, consists of 15,000,000 shares of Common Stock, par value \$.001 per share, of which 6,361,096 shares are issued and outstanding.
8. This Certificate of Merger shall become effective on June 30, 1996.

IN WITNESS WHEREOF, SRS-Delaware has caused this certificate to be signed by Thomas C.K. Yuen, its Chairman of the Board and Chief Executive Officer, and attested by Janet M. Biski, its Secretary, on the 28<sup>th</sup> day of June, 1996.

SRS LABS, INC.,  
a Delaware corporation

By: \_\_\_\_\_

  
Thomas C.K. Yuen  
Chairman of the Board and  
Chief Executive Officer

ATTEST:

By: \_\_\_\_\_

  
Janet M. Biski  
Secretary

State of Delaware  
Office of the Secretary of State

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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 CORRECTION OF "SRS LABS, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF JULY, A.D. 1996, AT 9 O'CLOCK A.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

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AUTHENTICATION:

DATE: 8014500

07-03-96

RECORDED: 09/08/2003

TRADEMARK  
REEL: 002820 FRAME: 0394