

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Tivoli Audio, LLC		01/18/2005	Limited Liability Company: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sapphire Audio LLC		
<b>Street Address:</b>	451 D Street		
<b>City:</b>	Boston		
<b>State/Country:</b>	MASSACHUSETTS		
<b>Postal Code:</b>	02210		
<b>Entity Type:</b>	Limited Liability Company: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Serial Number:</b>	78232304	SAPPHIRE	
<b>Serial Number:</b>	78283018	PODIUM	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(617)574-7659		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	617-574-4153		
<b>Email:</b>	lbillone@goulstonstorrs.com		
<b>Correspondent Name:</b>	Lisa Billone		
<b>Address Line 1:</b>	400 Atlantic Avenue		
<b>Address Line 4:</b>	Boston, MASSACHUSETTS 02110		
<b>NAME OF SUBMITTER:</b>	Lisa Billone		
<b>Signature:</b>	/Lisa Billone/		
<b>Date:</b>	01/24/2005		

OP \$65.00 78232304

**Total Attachments: 3**

source=Tivoli Trademark Assignment#page1.tif

source=Tivoli Trademark Assignment#page2.tif

source=Tivoli Trademark Assignment#page3.tif

## TRADEMARK ASSIGNMENT

WHEREAS, Tivoli Audio, LLC, a Delaware limited liability company ("Assignor"), has applied to register the marks identified in Exhibit A attached hereto (the "Marks") pursuant to Section 1(b) of the Trademark Act (15 U.S.C. §1051(b)), based on a *bona fide* intent to use the Marks in commerce;

WHEREAS, pursuant to that certain Agreement of Contribution and Assignment dated December 31, 2004, by and between Assignor and Sapphire Audio LLC, a Delaware limited liability company ("Assignee"), Assignor agreed to transfer, assign, deliver, set over and convey the Marks to Assignee in connection with the transfer to Assignee of substantially all of the business associated with the Marks;


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby assigns unto Assignee all of Assignor's rights, title and interest in and to the Marks, together with (a) the good will of the business symbolized by and associated with the Marks, (b) all applications for registration, registrations, renewals and statements of use thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registrations thereof or such associated good will.

Assignor agrees to execute and deliver at Assignee's request all papers, instruments, and assignments, and to perform any other reasonable acts the Assignee may require in order to vest all of Assignor's rights, title, and interest in and to the Marks in Assignee and/or to provide evidence to support any of the foregoing in the event such evidence is deemed necessary by Assignee, to the extent such evidence is in the possession or control of Assignor.

*[signature page follows]*

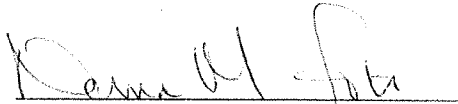
IN WITNESS WHEREOF, the Assignor, by its duly authorized officer, has executed this assignment, as an instrument under seal, on this 18<sup>th</sup> day of January, 2005, to be effective as of December 31, 2004.

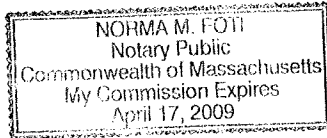
TIVOLI AUDIO, LLC

By:   
 Thomas J. DeVesto  
 Chief Executive Officer

STATE OF \_\_\_\_\_ )  
 ) ss.  
 COUNTY OF \_\_\_\_\_ )

On this \_\_\_\_\_ day of \_\_\_\_\_, 200\_, before me, the undersigned notary public, personally appeared Thomas J. DeVesto, in his capacity as Chief Executive Officer of Tivoli Audio, LLC, a Delaware limited liability company, proved to me through satisfactory evidence of identification, which was based on the undersigned's personal knowledge of his identity (or proved to the undersigned by presentation of a driver's license), to be the person whose name is signed on the preceding or attached document, and acknowledged to the undersigned that he signed it as his free act and deed and the free act and deed of said limited liability company for its stated purpose.

  
 Notary Public  
 My commission expires: 4/17/09



**EXHIBIT A**

<b>Mark</b>	<b>Serial Number</b>	<b>Description of Goods</b>
SAPPHIRE	78/232304	Audio-visual and home theatre equipment, namely televisions and audio amplifiers
PODIUM	78/283018	Accessories for audio speakers in the nature of free standing metal or wooden stands specifically designed for use with audio speakers

GSDOCS-1437927