

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Opta Systems, LLC		02/02/2005	Limited Liability Company: DELAWARE

**RECEIVING PARTY DATA**

Name:	Wells Fargo Business Credit, Inc.
Street Address:	100 West Washington Street
Internal Address:	7th Floor
City:	Phoenix
State/Country:	ARIZONA
Postal Code:	85003
Entity Type:	CORPORATION: MINNESOTA

**PROPERTY NUMBERS Total: 23**

Property Type	Number	Word Mark
Registration Number:	1667512	GO VIDEO
Registration Number:	1689947	AMERICHROME
Registration Number:	2647714	CALIFORNIA AUDIO LABS
Registration Number:	2556602	RAVE MP MEDIA PLAYER
Registration Number:	2520767	SENSORY SCIENCE
Registration Number:	2436356	SENSORY SCIENCE
Serial Number:	78385107	CINEVISION
Serial Number:	76134083	CACHE REGISTER
Serial Number:	76197253	ICACHE
Serial Number:	78223199	STREAMLINK
Serial Number:	78401969	GOJR.
Serial Number:	78395320	YOURDVD
Serial Number:	78395960	AUTOPLAY

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Serial Number:	78387333	GOVIDEO
Serial Number:	78397575	CLEAN COPY
Serial Number:	78398110	AUTO-FINALIZE
Serial Number:	78395283	POCKET CINEMA
Serial Number:	78395305	GOVIDEO
Serial Number:	78395341	SENSORY SCIENCE
Serial Number:	78395361	CALIFORNIA AUDIO LABS
Serial Number:	78401867	OFF-ROAD
Serial Number:	78409987	WHITE GLOVE
Serial Number:	78395254	RAVE MP

**CORRESPONDENCE DATA**

Fax Number: (602)445-8643  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: 602 445-8382  
Email: stearnss@gtlaw.com  
Correspondent Name: Susan Daly Stearns  
Address Line 1: 2375 E. Camelback Road  
Address Line 2: Suite 700  
Address Line 4: Phoenix, ARIZONA 85016

NAME OF SUBMITTER:	Susan Daly Stearns
Signature:	/Susan Daly Stearns/
Date:	02/17/2005

Total Attachments: 4  
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**NOTICE OF**  
**GRANT OF SECURITY INTEREST**  
**IN TRADEMARKS**

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Credit and Security Agreement dated as of July 21, 2003, together with all amendments, modifications or replacements thereto, and the Patent and Trademark Security Agreement, dated as of July 16, 2003, as amended by the Amendment to Patent and Trademark Security Agreement, dated as of February 8<sup>th</sup>, 2005, and all other amendments, modifications or replacements thereto (collectively, the "Security Agreement") by and between Wells Fargo Business Credit, Inc., a Minnesota corporation ("Lender"), and Opta Systems, LLC, a Delaware limited liability company ("Borrower"), the undersigned Borrower has granted to Lender a continuing security interest in and continuing lien upon the collateral described in the Security Agreement (the "Collateral"), which Collateral includes without limitation, the trademarks and trademark applications shown below:

**TRADEMARK REGISTRATIONS**

<u>Mark</u>	<u>Country</u>	<u>Registration Number</u>	<u>Registration Date</u>
GO VIDEO & logo	U.S.	1,667,512	12/10/1991
AMERICHROME & logo	U.S.	1,689,947	06/02/1992
CALIFORNIA AUDIO LABS	U.S.	2,647,714	11/12/2002
RAVE MP Media Player (design)	U.S.	2,556,602	04/02/2002
RAVE MP Media Player (design)	Mexico	647,719	03/28/2000
SENSORY SCIENCE & logo	U.S.	2,520,767	12/18/2001
SENSORY SCIENCE & logo	Canada	571,705	12/04/2002

SENSORY SCIENCE & logo	Mexico	643,176	02/24/2000
SENSORY SCIENCE	U.S.	2,436,356	03/20/2001
POWER BOSS	Mexico	665,657	07/27/2000
CACHE REGISTER	Europe	2148575	03/22/2001

TRADEMARK APPLICATIONS

<u>Mark</u>	<u>Country</u>	<u>Application Number</u>	<u>Filing Date</u>
CINEVISION	U.S.	78/385,107	Abandoned 5/17/2000 Refiled 03/16/2004
CINEVISION	Mexico	400,480	Appeal pending
CACHE REGISTER	U.S.	76/134,083	09/22/2000
CACHE REGISTER	Europe	2148575	3/22/2001
i CACHE & logo	U.S.	76/197,253	01/19/2001
STREAMLINK	U.S.	78/223,199	3/7/2003
GoJr.	U.S.	78/401,969	04/14/2004
YourDVD	U.S.	78/395,320	04/02/2004
AUTOPLAY	U.S.	78/395,960	04/05/2004
GoVideo	U.S.	78/387,333	03/19/2004
CLEAN COPY	U.S.	78/397,575	04/07/2004
AUTO-FINALIZE	U.S.	78/398,110	04/07/2004
POCKET CINEMA	U.S.	78/395,283	04/02/2004
GoVideo	U.S.	78/395,305	04/02/2004
RAVE MP	U.S.	78/395, <sup>254</sup> <del>341</del>	04/02/2004
SENSORY	U.S.	78/395,341	04/02/2004

SCIENCE

CALIFORNIA AUDIO LABS	U.S.	78/395,361	04/02/2004
OFF-ROAD	U.S.	78/401,867	04/14/2004
WHITE GLOVE <i>(services IC 035)</i>	U.S.	78/409,987	04/28/2004
WHITE GLOVE <i>(goods IC 009)</i>	U.S.		To be filed as ITU
HomeBREW			
GO.VIDEO	China		08/11/2004
GoVideo	China		08/11/2004
Rave MP media player	China		08/11/2004
Rave MP	China		08/11/2004
RAVE	China		08/11/2004

COLLECTIVE MEMBERSHIP MARKS

**None.**

UNREGISTERED MARKS

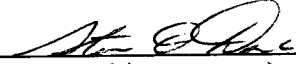
**None.**

The Borrower, on behalf of the Lender, hereby acknowledges and agrees that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

[Signature page follows.]


Very truly yours,

OPTA SYSTEMS, LLC, a Delaware limited liability company

By:   
Name: Steven D. Davis  
Title: CFO

Acknowledged and Accepted:

WELLS FARGO BUSINESS CREDIT, INC.,  
a Minnesota corporation

By:   
Name: Darcy Della Flora  
Title: Vice President