

12-30-2004



RECORD/
TRAI

102913656

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

h.p.s.l. 21

1. Name of conveying party(ies)/Execution Date(s):

M&S Systems, L.P.

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

Citizenship (see guidelines)

Execution Date(s)

Additional names of conveying parties attached? Yes No

3. Nature of conveyance:

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: M&S Systems, LP

Internal

Address:

Street Address: 2861 Congressman Lane

City: Dallas

State: TX

Country: USA Zip: 75220

- Association Citizenship
- General Partnership Citizenship
- Limited Partnership Citizenship
- Corporation Citizenship
- Other Citizenship

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)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)
75/865,633
78/260,167; 78/451,501

B. Trademark Registration No.(s) 2,318,130
2,466,878; 2,735,073; 2,811,899

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

M&S Systems - 7/10/2001 Purely Powerful - 7/2/2003 Waveguide - 11/3/2003
Chamberlain M&S - 12/6/1999 Homeation - 2/15/2000 W Design - 7/28/2004
Fine Home Acoustics - 2/3/2004

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

Name: Dawn Urbanowicz

Internal Address:

Street Address: c/o Nortek, Inc.
50 Kennedy Plaza

City: Providence

State: RI Zip: 02903

Phone Number: 401-751-1600

Fax Number: 401-751-9844

Email Address: urbanowicz@nortek-inc.com

6. Total number of applications and registrations involved:

7

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 280.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers
Expiration Date

b. Deposit Account Number

Authorized User Name

DEC 23 AM 10:17
OPR/FINANCE
0000141065

9. Signature: Dawn Urbanowicz

Signature

Dawn Urbanowicz

Name of Person Signing

12/24/2004

Date

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (703) 306-5995, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Refund Ref: 12/29/2004

CHECK Refund Total: \$90.00

TRADEMARK
REEL: 003098 FRAME: 0971

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40.00 OP
150.00 OP
01 FC:8521
02 FC:8522

ASSIGNMENT OF TRADEMARKS

THIS ASSIGNMENT OF TRADEMARKS is made as of December 17, 2004 by M&S Systems, L.P., a Texas limited partnership ("M&S"), in favor of Linear M&S Acquisition LP, a Delaware limited partnership ("Linear").

RECITALS:

WHEREAS, Linear and M&S are parties to a certain Asset Purchase Agreement dated as of December 17, 2004 (the "Asset Purchase Agreement"), under the terms of which M&S agreed to sell and transfer, and Linear agreed to purchase, the Purchased Assets (as such term is defined in the Asset Purchase Agreement); and

WHEREAS, M&S is the owner of the trademarks, service marks, trademark and service mark registrations and trademark and service mark applications listed on Schedule 1 hereto (the "Trademarks"), which together with the products and goodwill associated with the Trademarks, constitute part of the Purchased Assets; and

WHEREAS, pursuant to the Asset Purchase Agreement, Linear desires to obtain all of M&S's right, title and interest in, to and under said Trademarks subject to the terms and conditions of the Asset Purchase Agreement;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by M&S, M&S hereby sells, conveys, assigns, transfers and delivers to Linear, all of its right, title and interest in, to and under the Trademarks, all goodwill associated therewith, all common law rights thereto, and all applications that have been filed and all registrations that have been or may be granted thereon and all foreign counterparts thereof, together with the right to sue and recover damages for future or past infringements thereof and to fully and entirely stand in the place of M&S in all matters related thereto, all subject to the terms and conditions of the Asset Purchase Agreement.

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**SCHEDULE 1
TO
ASSIGNMENT OF TRADEMARKS
BY
M&S SYSTEMS, L.P.
TO
LINEAR M&S ACQUISITION LP**

TRADEMARKS

Mark	Appl/Reg No.	Filing/Reg Date
M&S SYSTEMS	2,466,878	July 10, 2001
AIR VAC A PRODUCT OF M&S SYSTEMS, INC. (Abandoned)	73/745,893	August 15, 1988
CHAMBERLAIN AIR VAC & DESIGN (Abandoned)	75/847,978	November 12, 1999
CHAMBERLAIN M&S	75/865,633	December 6, 1999
PURELY POWERFUL	2,735,073	July 2, 2003
HOMEMATION	2,318,130	February 15, 2000
FINE HOME ACOUSTICS	2,811,899	February 3, 2004
WAVEGUIDE	78/260,167	November 3, 2003
W Design	78/451,501	July 28, 2004