

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/24/2004

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Sonitrol Licensing LLC		11/03/2004	limited liability company: DELAWARE

**RECEIVING PARTY DATA**

Name:	Sonitrol Corporation
Street Address:	1000 Westlakes Drive
Internal Address:	Suite 150
City:	Berwyn
State/Country:	PENNSYLVANIA
Postal Code:	19312
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 2**

Property Type	Number	Word Mark
Registration Number:	1497543	ADVANTAGE
Registration Number:	2050392	SMARTAUDIO

**CORRESPONDENCE DATA**

Fax Number: (919)416-8339  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 919 286-8049  
 Email: PTO\_TMconfirmation@mvalaw.com  
 Correspondent Name: Moore & Van Allen PLLC  
 Address Line 1: 430 Davis Drive  
 Address Line 2: Suite 500  
 Address Line 4: Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	Ellen A. Rubel
--------------------	----------------

**OP \$65.00 1497543**

Signature:

/Ellen A. Rubel/

Date:

06/09/2005

**Total Attachments: 5**

source=Merger-t Sonitrol#page1.tif

source=Merger-t Sonitrol#page2.tif

source=Merger-t Sonitrol#page3.tif

source=Merger-t Sonitrol#page4.tif

source=Merger-t Sonitrol#page5.tif

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

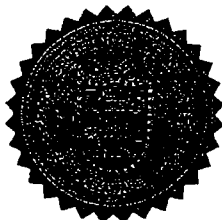
"SONITROL LICENSING LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "SONITROL CORPORATION" UNDER THE NAME OF "SONITROL CORPORATION", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-FOURTH DAY OF NOVEMBER, A.D. 2004, AT 1:34 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.

0815383 8100M

040849657



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State  
AUTHENTICATION: 3501377

DATE: 11-24-04

TRADEMARK  
REEL: 003100 FRAME: 0303

**CERTIFICATE OF MERGER**

**SONITROL LICENSING LLC**  
a Delaware limited liability company

with and into

**SONITROL CORPORATION**  
a Delaware corporation

Pursuant to the provisions of Section 264(c) of the Delaware General Corporation Law, as amended (the "Act") and Section 18-209 of the Delaware Limited Liability Company Act, as amended (the "LLC Act"), the undersigned corporation, SONITROL CORPORATION, a Delaware corporation (the "Corporation"), does hereby certify to the following information relating to the merger (the "Merger") of SONITROL LICENSING LLC, a Delaware limited liability company (the "LLC"), with and into the Corporation. The Corporation and the LLC are herein collectively referred to as the "Constituent Companies":

**FIRST:** The name and state of formation of each of the Constituent Companies to the Merger are as follows:

<u>Name</u>	<u>State of Formation</u>
Sonitrol Corporation	Delaware
Sonitrol Licensing LLC	Delaware

**SECOND:** An Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by each of the Constituent Companies.

**THIRD:** The Constituent Company surviving the Merger shall be the Corporation (the "Surviving Company").

**FOURTH:** Upon effectiveness of the Merger, the Certificate of Incorporation and the Bylaws of the Corporation as in effect immediately prior to the Merger shall be and become the Certificate of Incorporation and the Bylaws of the Surviving Company from and after the effectiveness of the Merger, until thereafter amended as permitted by law.

**FIFTH:** An executed copy of the Agreement and Plan of Merger between the Constituent Companies is on file at an office of the Surviving Company at the following address:

Sonitrol Corporation  
1000 Westlakes Drive, Suite 150  
Berwyn, PA 19312

Doc. #825525v.1

SIXTH: A copy of the Agreement and Plan of Merger between the Constituent Companies shall be furnished by the Surviving Company, on request and without cost, to any member of either of the Constituent Companies.

SEVENTH: The Merger shall be effective immediately upon the filing of this Certificate of Merger.

IN WITNESS WHEREOF, the undersigned officer has executed and acknowledged this Certificate of Merger on behalf of the Corporation this 3<sup>rd</sup> day of November, 2004.

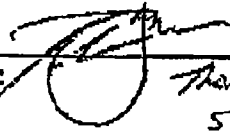
Attest:

SONITROL CORPORATION

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

  
Thomas C. Brest  
SVR / CFO