

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

U.S. DEPARTMENT OF COMMERCE
United States Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

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

1. Name of conveying party(ies):

AMX CORPORATION

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

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) December 29, 2005

- 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: AMX LLC
 Internal Address _____
 Street Address: 845 Larch Avenue
 City: Elmhurst
 State: Illinois
 Country: USA Zip: 60126

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other limited liability co Citizenship Delaware

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)

See attached SCHEDULE "A"

B. Trademark Registration No (s)

See attached SCHEDULE "A"

Additional sheet(s) attached? Yes No

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

See attached SCHEDULE "A"

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

Name: Kay Lyn Schwartz
 Internal Address: Gardere Wynne Sewell LLP
 Suite: 3000
 Street Address: 1601 Elm Street
 City: Dallas
 State: Texas Zip: 75201-4781
 Phone Number: (214) 999-4702
 Fax Number: (214) 999-3623
 Email Address: kschwartz@gardere.com

6. Total number of applications and registrations involved:

27

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 690

- 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 07-0153
 Authorized User Name Kay Lyn Schwartz

9. Signature:

Kay Lyn Schwartz
Signature

1/26/05
Date

Kay Lyn Schwartz

Name of Person Signing

Total number of pages including cover sheet, attachments, and document.

6

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$690.00 070153 76053394

SCHEDULE "A"

TRADEMARK	SERIAL/REGISTRATION NO.
AMX	2882543
AMX and design	1789191
VIEWPOINT	78/053394
AXCESS	2297415
RADIA	2295100
AXCENT	1785323
POSITRACK	2510572
MISCELLANEOUS DESIGN (house)	2432475
MEDIABLITZ	78/062471
IT'S YOUR WORLD. TAKE CONTROL.	2771324
AMX and design	2858726
MODERO	2931272
AMX LIFESTYLES and design	2867510
NETLINX	2887228
INCONCERT and design	2961787
SMOOTHILT	3046628
MAX and design	76/547088
DESIGN (logo for MAX)	76/547089
MEETING MANAGER and design	3047683
ASSETMANAGER	76/595638
COMPUTER CONTROL	76/595629
WEB CONTROL	3047685
TAKENOTE	76/595636
EXPERIENCE-THE EVOLUTION OF ROOM CONTROL	3047686
RESOURCE MANAGEMENT SUITE	76/595635
DUET and design	76/613542
CAFÉ DUET and design	76/613543

Delaware

PAGE 1

The First State

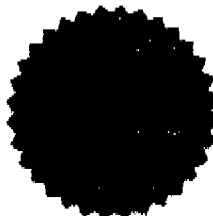
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"AMX CORPORATION", A TEXAS CORPORATION,
WITH AND INTO "AMX LLC" UNDER THE NAME OF "AMX LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2005, AT 1:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:59 O'CLOCK P.M.

4056248 8100M

051071405



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4423144

DATE: 01-04-06

TRADEMARK

REEL: 003253 FRAME: 0331

FORM NO. WILMINGTON DE 0501 0001 0001 0001 0001 0001 0001 0001 0001 0001

**CERTIFICATE OF MERGER
MERGING
AMX CORPORATION
WITH AND INTO
AMX LLC**

**PURSUANT TO SECTION 18-209 OF THE LIMITED LIABILITY COMPANY ACT OF THE
STATE OF DELAWARE**

AMX LLC, a Delaware limited liability company (the "Company"), does hereby certify as follows:

FIRST: The Company is duly organized and existing under the laws of the State of Delaware and AMX Corporation, a Texas corporation ("AMX Corporation") is a corporation duly organized and existing under the laws of the State of Texas.

SECOND: An Agreement and Plan of Merger dated December 29, 2005 (the "Merger Agreement"), by and among the Company and AMX Corporation, setting forth the terms and conditions of the merger of AMX Corporation with and into the Company (the "Merger"), has been approved, adopted, certified, executed and acknowledged by each of the constituent entities in accordance with Section 18-209 of the Delaware Limited Liability Company Act and Section 10.006 of the Texas Business Organizations Code.

THIRD: The name of the surviving limited liability company in the Merger (the "Surviving Entity") shall be "AMX LLC."

FOURTH: That pursuant to Section 18-209 of the Delaware Limited Liability Act, the Merger shall become effective as of 11:59 P.M., Delaware time, on December 31, 2005.

FIFTH: The Certificate of Formation of the Company which is on file with the Delaware Secretary of State shall be the Certificate of Formation of the Surviving Entity.

SIXTH: An executed copy of the Merger Agreement is on file at the principal place of business of the Surviving Entity at the following Address: 845 Larch Avenue, Elmhurst, Illinois 60126.

SEVENTH: A copy of the Merger Agreement will be furnished by the Surviving Entity on request and without cost, to any member of the Company or stockholder of AMX Corporation.

(signature page follows)

CR0163345.4

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:27 PM 12/29/2005
FILED 01:01 PM 12/29/2005
SRV 051071405 - 4056248 FILE

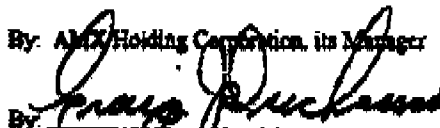
WILMINGTON - TEXAS

AMX HOLDING CORPORATION

IN WITNESS WHEREOF, the Company has caused this Certificate of Merger to be executed by this duly authorized person this 29th day of December, 2005.

AMX LLC

By: AMX Holding Corporation, its Manager



By: Craig J. Duchesne

Name: Craig J. Duchesne

Title: Chief Executive Officer