

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):

HEARUSA, INC.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- 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) February 10, 2006

- 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: Siemens Hearing Instruments, Inc.

Internal _____

Address: _____

Street Address: 10 Constitution Avenue

City: Fiscataway

State: New Jersey

Country: USA Zip: 08855

- Association
- General Partnership
- Limited Partnership
- Corporation
- 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)
78/310,914 76/107038 2,354,656
78/174,387 76/224010 2,336,648

B. Trademark Registration No.(s)
1471748 1503422

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 list of trademarks.

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

Name: Seth E. Zuckerman, Esq.

Internal Address: Saiber Schlesinger Satz & Goldstein, LLC

Street Address: One Gateway Center, 13th Floor

City: Newark

State: New Jersey Zip: 07102

Phone Number: (973) 622-3333

Fax Number: (973) 622-3349

Email Address: SEZ@saiber.com

6. Total number of applications and registrations involved:

8

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 215.00

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

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number _____
Authorized User Name _____

9. Signature:

Nicolau Bacto
Signature
Name of Person Signing

September 25, 2006
Date

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

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 1460, Alexandria, VA 22313-1450

R
8/11/06
9011 from USM

08-14-2006

MAY 11 2006

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

Form PTO-1534 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/3)



103290862

To the Director of the U. S. Patent and Trademark Office

1. Name of conveying party(ies):

HEAROSA, INC.

- Individual(s)
- General Partnership
- Corporation- State: Delaware
- 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) February 10, 2006

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

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

A. Trademark Application No.(s)
76/107038
76/224010

B. Trademark Registration No.(s)
1471748 15032594

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 list of trademarks.

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

Name: Seth E. Zuckerman, Esq.

Internal Address: Saiber Schlesinger Satz & Goldstein, LLC

Street Address: One Gateway Center

City: Newark

State: NJ Zip: 07102

Phone Number: 973-622-3333

Fax Number: 973-622-3349

Email Address: SEZ@saiber.com

9. Signature: [Signature]

Stephen J. Hanebrough

Name of Person Signing

February 10, 2006
Date

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

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Siemens Hearing Instruments, Inc.

Internal Address:

Street Address: 10 Constitution Avenue

City: Piscataway

State: New Jersey

Country: USA Zip: 08855

- 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)

6. Total number of applications and registrations involved:

8

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

\$215.00

- 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 _____

Documents to be recorded (including cover sheet) should be filed to (574) 273-0440, or mailed to: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22310-1450

05/19/2006 DBYRNE

00000014 76107038

01 FC:8521
02 FC:8522

40.00 DP
175.00 DP

TRADEMARK

REEL: 003401 FRAME: 0228

SCHEDULE IV

Patents, Copyrights And Trademarks

1. Registered trademarks:
 - a. "HEARx" design plus words, letters and/or numbers, registered January 5, 1988, registration number 1471748.
 - b. "Your Prescription for Better Hearing" typed drawing, registered September 6, 1988, registration number 1503422.
2. Trademarks in Registration
 - a. "InTouch" design plus words, letters and/or numbers, published in Official Gazette April 17, 2001, serial number 76/107038.
 - b. "International Hearing Services" words, letters or numbers in typed form, filed March 13, 2001, serial number 76/224010.
 - d. "EAR & WAVE" design, registered June 6, 2000, registration number 2,354,656.
 - e. "HEARUSA" and design, registered March 28, 2000, registration number 2,336,648.
 - i. "Prestige", registered June 22, 2004, registration number 78/310,914.
 - c. "It's Clear We Care", registered February 1, 2005, registration number 78/174,387.
3. Common Law Trademarks, Copyrights and other Intellectual Property:
 - a. "HELP Class" Name and design
 - b. Content of HELP Class Handbook & Classroom Materials

- c. Programming and Content of "Center Management System" or "CMS"
- d. Programming and Content of "Customer Contact Plan"
- e. Programming and Content of Telemarketing Scripts, Customer Service Screens, and Call Management Flowcharts
- f. All creative content of advertisements, direct mail, brochures and public communications
- g. Content of JCAHO-compliant operating policies and procedures
- h. Content of HEARx Practice Guidelines for Clinical Services
- i. Center Operating Manual & Management Policies
- j. Sales & Customer Service training programs
- k. New Employee Training Manuals

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Seth E. Zuckerman, Esq.
Saiber Schlesinger Satz & Goldstein, LLC
One Gateway Center, 13th Floor
Newark, New Jersey 07102

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (1a or 1b) - do not abbreviate or combine names

| | | | | | | | |
|---|--|--------------------------------|--|---|--|---|--|
| 1a. ORGANIZATION'S NAME HEARUSA, INC. | | FIRST NAME | | MIDDLE NAME | | SUFFIX | |
| OR 1b. INDIVIDUAL'S LAST NAME | | CITY West Palm Beach | | STATE FL | POSTAL CODE 33407 | COUNTRY USA | |
| 1c. MAILING ADDRESS 1250 Northpoint Parkway | | 1d. TAX ID #: SSN OR EIN | | ADDL INFO RE ORGANIZATION DEBTOR | 1e. TYPE OF ORGANIZATION Corporation | 1f. JURISDICTION OF ORGANIZATION Delaware | |
| | | | | 1g. ORGANIZATIONAL ID #, if any 2088204 | | <input type="checkbox"/> NONE | |

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - Insert only one debtor name (2a or 2b) - do not abbreviate or combine names

| | | | | | | | |
|----------------------------------|--|--------------------------|--|----------------------------------|--------------------------|----------------------------------|--|
| 2a. ORGANIZATION'S NAME | | FIRST NAME | | MIDDLE NAME | | SUFFIX | |
| OR 2b. INDIVIDUAL'S LAST NAME | | CITY | | STATE | POSTAL CODE | COUNTRY | |
| 2c. MAILING ADDRESS | | 2d. TAX ID #: SSN OR EIN | | ADDL INFO RE ORGANIZATION DEBTOR | 2e. TYPE OF ORGANIZATION | 2f. JURISDICTION OF ORGANIZATION | |
| | | | | 2g. ORGANIZATIONAL ID #, if any | | <input type="checkbox"/> NONE | |

3. SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE of ASSIGNOR S/P) - Insert only one secured party name (3a or 3b)

| | | | | | | | |
|---|--|---------------------------|--|-------------|-----------------------------|-----------------------|--|
| 3a. ORGANIZATION'S NAME Siemens Hearing Instruments, Inc. | | FIRST NAME | | MIDDLE NAME | | SUFFIX | |
| OR 3b. INDIVIDUAL'S LAST NAME | | CITY Piscataway | | STATE | POSTAL CODE 08855 | COUNTRY USA | |
| 3c. MAILING ADDRESS 10 Constitution Avenue | | | | | | | |

4. This FINANCING STATEMENT covers the following collateral:

This Financing Statements covers all assets of the Debtor, including, without limitation, all Equipment, Inventory, Fixtures, Goods, Accounts, Deposit Accounts, Investment Property and all other cash and currency of the Debtor, General Intangibles, Trademarks, Copyrights, Licenses, Patents, Chattel Paper, Documents, Instruments, Governmental Approvals, Books and Records, Personal Property, Commercial Tort Claims, Letter of Credit Rights, Supporting Obligations and all Accessions and Collateral Proceeds and products of any and all of the foregoing, and more particularly described on Exhibit "A" hereto.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOC SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)

7. Check to REQUEST SEARCH REPORT(s) on Debtor(s) (ADDITIONAL FEE) (optional) All Debtors Debtor 1 Debtor 2

**UCC FINANCING STATEMENT
SCHEDULE "A"**

DESCRIPTION OF COLLATERAL

DEBTOR(S): HEARUSA, INC. (hereinafter referred to as the "Debtor")
1250 Northpoint Parkway
West Palm Beach, FL 33407

SECURED PARTY: SIEMENS HEARING INSTRUMENTS, INC., its successors and/or assigns
(hereinafter referred to as the "Secured Party" or "Lender")
10 Constitution Avenue
Piscataway, New Jersey 08855

This Financing Statement covers all of Debtor's assets, including the following property and interests in property, rights, whether now owned or hereafter acquired or existing, and wherever located (collectively, the "Collateral"):

- (a) All "accounts" and "chattel paper", as such terms are defined in the Uniform Commercial Code as in effect from time to time in the State of New York, or for the purposes of perfection only, in such other jurisdiction as may be applicable (hereinafter the "UCC"), whether presently existing or hereafter arising, now or hereafter owned by Debtor, but also including in any event, without limitation, (i) all accounts receivable, contract rights, book debts, deposits, retainage, notes drafts, instruments, documents, acceptances, payments under leases of equipment or sale of equipment, chattel paper, general intangibles and other forms of obligations, now owned or hereafter received or acquired by or belonging or owing to Debtor (including any trade names thereof), whether arising out of goods sold or leased or services rendered by it or from any other transaction, whether or not the same involves the sale of goods or services by Debtor (including, without limitation, any such obligation which might be characterized as an account, contract right, chattel paper or general intangible under the Uniform Commercial Code in effect in any jurisdiction), and (ii) all monies due to or to become due to Debtor under all contracts for sale or lease of the Collateral, as such term is defined in the UCC, real property, and/or the performance of services by it (whether or not yet earned by performance on the part of the Debtor);
- (b) All "inventory", as such term is defined in the UCC, now or hereafter owned by Debtor, and shall also mean and include all inventory, wherever located, now owned or hereafter acquired by Debtor or in which Debtor has or hereafter may acquire any right, title or interest including, without limitation, all goods, packaging or labeling material, other personal property or real property now or hereafter owned by Debtor which are held for sale or lease or are furnished or are to be furnished under a contract of service or which constitute raw materials, work in process, finished goods or materials used or consumed or to be used or consumed in Debtor's business;
- (c) All fixtures, appliances and other articles of personal property belonging to Debtor, whether or not the personal property is or shall be affixed to any real estate owned or occupied by Debtor; including, without limitation of the foregoing, all furniture, furnishings, floor coverings, office equipment, and articles of interior decoration; blinds, shades, storm windows and storm doors; all office and other fixtures, appliances and equipment; all alarms, fire prevention and fire extinguishing systems, apparatus and equipment; telephone equipment; computers; all pipes, conduits, pumps, boilers, tanks, motors, engines and furnaces; all heating, lighting, sprinkling, plumbing, air conditioning, gas-burner, oil-burning and electric fixtures, machinery and equipment of whatsoever kind and nature, including all "equipment" as such term is defined in the UCC and whether located on any real estate owned, leased

TRADEMARK

REEL: 003401 FRAME: 0232

occupied or used by Debtor or elsewhere;

(d) All now existing or thereafter arising contracts, instruments, undertakings, documents, or other agreements in or under which Debtor may now or hereafter have any right, title or interest, including, without limitation, (i) any claim arising thereunder from misrepresentation or breach of warranty, (ii) all such agreements which pertain to the lease, sale, construction, design, manufacture or other disposition of any equipment, fixtures, real property or any interest in real property, (iii) all such contracts, licenses, or other agreements related to Debtor's business as any of the same may from time to time be amended or supplemented, other than such contracts, instruments, undertakings, documents or other agreements which specifically prohibit their assignment as security, (iv) commercial tort claims, (v) letter of credit rights, and (vi) supporting obligations;

(e) All now or hereafter existing cash and non-cash proceeds, as such term is defined in the UCC from any and all Collateral described herein including, without limitation, from accounts, insurance, choses in action, condemnation awards (including all compensation, awards, damages, rights of action and proceeds arising from any taking by any lawful power or authority by exercise of the right of condemnation or eminent domain with respect to any collateral or real estate of Debtor), income tax, municipal real estate tax and any other tax refunds and all proceeds, entitlements and recoveries received or to be received or arising out of any claim, loss or lawsuit, or the settlement or resolution thereof;

(f) All other present and after-acquired property, assets, property rights and interests of Debtor, together with all accessories, substitutions, additions, replacements, parts and accessions located in, upon or attached to, or used or intended to be used in connection with, or with the operation of the Collateral and all other property and assets covered hereby or any part hereof; and

(g) All intellectual property of the Debtor, including all trademarks, copyrights, patents, licenses and goodwill.

The security interest granted herein shall extend to the "proceeds" of the Collateral. "Proceeds" shall mean, in addition to the definition thereof contained in the UCC, all proceeds of any and all of the foregoing Collateral including all rights of Debtor to receive moneys due and to become due under or pursuant to any Collateral, and all payments under insurance (whether or not Lender is the loss payee thereof), or any indemnity, warranty or guaranty, payable by reason of loss or damage to or otherwise with respect to any of the foregoing Collateral.

SCHEDULE IV

Patents, Copyrights And Trademarks

1. Registered Trademarks:

- a. "HEARx" design plus words, letters and/or numbers, registered January 5, 1988, registration number 1471748.
- b. "Your Prescription for Better Hearing" typed drawing, registered September 6, 1988, registration number 15032594.

2. Trademarks in Registration

- a. "InTouch" design plus words, letters and/or numbers, published in Official Gazette April 17, 2001, serial number 76/107038.
- b. "International Hearing Services" words, letters or numbers in typed form, filed March 13, 2001, serial number 76/224010.

d. "EAR & WAVE" design, registered June 6, 2000, registration number 2,354,656.

e. "HEARUSA" and design, registered March 28, 2000, registration number 2,336,648.

i. "Prestige", registered June 22, 2004, registration number 78/310,914.

j. "It's Clear We Care", registered February 1, 2005, registration number 78/174,387.

3. Common Law Trademarks, Copyrights and other Intellectual Property:

- a. "HELP Class" Name and design
- b. Content of HELP Class Handbook & Classroom Materials

TRADEMARK

REEL: 003401 FRAME: 0234

- c. Programming and Content of "Center Management System" or "CMS"
- d. Programming and Content of "Customer Contact Plan"
- e. Programming and Content of Telemarketing Scripts, Customer Service Screens, and Call Management Flowcharts
- f. All creative content of advertisements, direct mail, brochures and public communications
- g. Content of JCAHO-compliant operating policies and procedures
- h. Content of HEARx Practice Guidelines for Clinical Services
- i. Center Operating Manual & Management Policies
- j. Sales & Customer Service training programs
- k. New Employee Training Manuals

UCC FINANCING STATEMENT

FOLLOW INSTRUCTIONS (front and back) CAREFULLY

A. NAME & PHONE OF CONTACT AT FILER (optional)

B. SEND ACKNOWLEDGMENT TO: (Name and Address)

Sath E. Zuckerman, Esq.
Saiber Schlesinger Satz & Goldstein, LLC
One Gateway Center, 13th Floor
Newark, New Jersey 07102

THE ABOVE SPACE IS FOR FILING OFFICE USE ONLY

1. DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (1a or 1b) - do not abbreviate or combine names

| | | | | | | | |
|---|--------------------------|-----------------------------------|---|---|---|-----------------------|--|
| 1a. ORGANIZATION'S NAME HEARUSA, INC. | | FIRST NAME | | MIDDLE NAME | | SUFFIX | |
| OR 1b. INDIVIDUAL'S LAST NAME | | CITY West Palm Beach | | STATE FL | POSTAL CODE 33407 | COUNTRY USA | |
| 1c. MAILING ADDRESS 1250 Northpoint Parkway | 1d. TAX ID #: SSN OR EIN | ADD'L INFO RE ORGANIZATION DEBTOR | 1e TYPE OF ORGANIZATION Corporation | 1f. JURISDICTION OF ORGANIZATION Delaware | 1g. ORGANIZATIONAL ID #, if any 2088204 <input type="checkbox"/> NONE | | |

2. ADDITIONAL DEBTOR'S EXACT FULL LEGAL NAME - insert only one debtor name (2a or 2b) - do not abbreviate or combine names

| | | | | | | | |
|----------------------------------|--------------------------|-----------------------------------|-------------------------|----------------------------------|---|---------|--|
| 2a. ORGANIZATION'S NAME | | FIRST NAME | | MIDDLE NAME | | SUFFIX | |
| OR 2b. INDIVIDUAL'S LAST NAME | | CITY | | STATE | POSTAL CODE | COUNTRY | |
| 2c. MAILING ADDRESS | 2d. TAX ID #: SSN OR EIN | ADD'L INFO RE ORGANIZATION DEBTOR | 2e TYPE OF ORGANIZATION | 2f. JURISDICTION OF ORGANIZATION | 2g. ORGANIZATIONAL ID #, if any <input type="checkbox"/> NONE | | |

3. SECURED PARTY'S NAME (or NAME OF TOTAL ASSIGNEE of ASSIGNOR S/P) - insert only one secured party name (3a or 3b)

| | | | | | | | |
|---|--|---------------------------|--|-------------|-----------------------------|-----------------------|--|
| 3a. ORGANIZATION'S NAME Siemens Hearing Instruments, Inc. | | FIRST NAME | | MIDDLE NAME | | SUFFIX | |
| OR 3b. INDIVIDUAL'S LAST NAME | | CITY Piscataway | | STATE | POSTAL CODE 08855 | COUNTRY USA | |
| 3c. MAILING ADDRESS 10 Constitution Avenue | | | | | | | |

4. This FINANCING STATEMENT covers the following collateral:

This Financing Statements covers all assets of the Debtor, including, without limitation, all Equipment, Inventory, Fixtures, Goods, Accounts, Deposit Accounts, Investment Property and all other cash and currency of the Debtor, General Intangibles, Trademarks, Copyrights, Licenses, Patents, Chattel Paper, Documents, Instruments, Governmental Approvals, Books and Records, Personal Property, Commercial Tort Claims, Letter of Credit Rights, Supporting Obligations and all Accessions and Collateral Proceeds and products of any and all of the foregoing, and more particularly described on Exhibit "A" hereto.

5. ALTERNATIVE DESIGNATION (if applicable): LESSEE/LESSOR CONSIGNEE/CONSIGNOR BAILEE/BAILOR SELLER/BUYER AG. LIEN NON-UCC FILING

6. This FINANCING STATEMENT is to be filed (for record) in the REAL ESTATE RECORDS. Attach Addendum (if applicable)

7. Check to REQUEST SEARCH REPORT(S) on Debtor(s) (ADDITIONAL FEE) (optional) All Debtors Debtor 1 Debtor 2

8. OPTIONAL FILER REFERENCE DATA

TRADEMARK

**UCC FINANCING STATEMENT
SCHEDULE "A"**

DESCRIPTION OF COLLATERAL

DEBTOR(S): HEARUSA, INC. (hereinafter referred to as the "Debtor")
1250 Northpoint Parkway
West Palm Beach, FL 33407

SECURED PARTY: SIEMENS HEARING INSTRUMENTS, INC., its successors and/or assigns
(hereinafter referred to as the "Secured Party" or "Lender")
10 Constitution Avenue
Piscataway, New Jersey 08855

This Financing Statement covers all of Debtor's assets, including the following property and interests in property, rights, whether now owned or hereafter acquired or existing, and wherever located (collectively, the "Collateral"):

(a) All "accounts" and "chattel paper", as such terms are defined in the Uniform Commercial Code as in effect from time to time in the State of New York, or for the purposes of perfection only, in such other jurisdiction as may be applicable (hereinafter the "UCC"), whether presently existing or hereafter arising, now or hereafter owned by Debtor, but also including in any event, without limitation, (i) all accounts receivable, contract rights, book debts, deposits, retainage, notes drafts, instruments, documents, acceptances, payments under leases of equipment or sale of equipment, chattel paper, general intangibles and other forms of obligations, now owned or hereafter received or acquired by or belonging or owing to Debtor (including any trade names thereof), whether arising out of goods sold or leased or services rendered by it or from any other transaction, whether or not the same involves the sale of goods or services by Debtor (including, without limitation, any such obligation which might be characterized as an account, contract right, chattel paper or general intangible under the Uniform Commercial Code in effect in any jurisdiction), and (ii) all monies due to or to become due to Debtor under all contracts for sale or lease of the Collateral, as such term is defined in the UCC, real property, and/or the performance of services by it (whether or not yet earned by performance on the part of the Debtor);

(b) All "inventory", as such term is defined in the UCC, now or hereafter owned by Debtor, and shall also mean and include all inventory, wherever located, now owned or hereafter acquired by Debtor or in which Debtor has or hereafter may acquire any right, title or interest including, without limitation, all goods, packaging or labeling material, other personal property or real property now or hereafter owned by Debtor which are held for sale or lease or are furnished or are to be furnished under a contract of service or which constitute raw materials, work in process, finished goods or materials used or consumed or to be used or consumed in Debtor's business;

(c) All fixtures, appliances and other articles of personal property belonging to Debtor, whether or not the personal property is or shall be affixed to any real estate owned or occupied by Debtor; including, without limitation of the foregoing, all furniture, furnishings, floor coverings, office equipment, and articles of interior decoration; blinds, shades, storm windows and storm doors; all office and other fixtures, appliances and equipment; all alarms, fire prevention and fire extinguishing systems, apparatus and equipment; telephone equipment; computers; all pipes, conduits, pumps, boilers, tanks, motors, engines and furnaces; all heating, lighting, sprinkling, plumbing, air conditioning, gas-burner, oil-burning and electric fixtures, machinery and equipment of whatsoever kind and nature, including all "equipment" as such term is defined in the UCC and whether located on any real estate owned, leased

TRADEMARK

REEL: 003401 FRAME: 0237

occupied or used by Debtor or elsewhere;

(d) All now existing or thereafter arising contracts, instruments, undertakings, documents, or other agreements in or under which Debtor may now or hereafter have any right, title or interest, including, without limitation, (i) any claim arising thereunder from misrepresentation or breach of warranty, (ii) all such agreements which pertain to the lease, sale, construction, design, manufacture or other disposition of any equipment, fixtures, real property or any interest in real property, (iii) all such contracts, licenses, or other agreements related to Debtor's business as any of the same may from time to time be amended or supplemented, other than such contracts, instruments, undertakings, documents or other agreements which specifically prohibit their assignment as security, (iv) commercial tort claims, (v) letter of credit rights, and (vi) supporting obligations;

(e) All now or hereafter existing cash and non-cash proceeds, as such term is defined in the UCC from any and all Collateral described herein including, without limitation, from accounts, insurance, choses in action, condemnation awards (including all compensation, awards, damages, rights of action and proceeds arising from any taking by any lawful power or authority by exercise of the right of condemnation or eminent domain with respect to any collateral or real estate of Debtor), income tax, municipal real estate tax and any other tax refunds and all proceeds, entitlements and recoveries received or to be received or arising out of any claim, loss or lawsuit, or the settlement or resolution thereof;

(f) All other present and after-acquired property, assets, property rights and interests of Debtor, together with all accessories, substitutions, additions, replacements, parts and accessions located in, upon or attached to, or used or intended to be used in connection with, or with the operation of the Collateral and all other property and assets covered hereby or any part hereof; and

(g) All intellectual property of the Debtor, including all trademarks, copyrights, patents, licenses and goodwill.

The security interest granted herein shall extend to the "proceeds" of the Collateral. "Proceeds" shall mean, in addition to the definition thereof contained in the UCC, all proceeds of any and all of the foregoing Collateral including all rights of Debtor to receive moneys due and to become due under or pursuant to any Collateral, and all payments under insurance (whether or not Lender is the loss payee thereof), or any indemnity, warranty or guaranty, payable by reason of loss or damage to or otherwise with respect to any of the foregoing Collateral.

SAIBER SCHLESINGER SATZ & GOLDSTEIN, LLC

ATTORNEYS AT LAW

ONE GATEWAY CENTER
13TH FLOOR
NEWARK, NEW JERSEY 07102-5311
TELEPHONE (973) 622-3333
TELECOPIER (973) 622-3349
WWW.SAIBER.COM

BRUCE I. GOLDSTEIN⁺
WILLIAM F. MADERER⁺
DAVID J. DALOIA⁺
JEFFREY W. LORELL⁺
DAVID R. GROSS⁺
SEAN R. KELLY⁺
ARNOLD B. CALMANN⁺
JOAN M. SCHWAB
JENNINE DISOMMA⁺
JAMES H. FORTE
VINCENT F. PAPALIA
RANDI SCHILLINGER⁺
MICHAEL J. GERAGHTY⁺
NINO A. COVIELLO⁺
MICHELLE V. FLEISHMAN⁺
AGNES I. RYMER⁺
JAMES H. GIANNINOTO⁺
NANCY A. WASHINGTON
ERNEST E. BADWAY⁺
MARC C. SINGER⁺
SETH E. ZUCKERMAN
MARC E. WOLIN⁺
DAVID A. COHEN
JEREMY P. KLEIMAN⁺
JEFFREY SOOS

SAMUEL S. SAIBER
1828-2002

GEOFFREY GAULKIN
ALFRED M. WOLIN
SPECIAL COUNSEL

DAVID M. SATZ, JR.
MORTON GOLDFEIN⁺
EDWIN H. NORDLINGER⁺
DAVID J. SATZ
HEIDI WEGRYN GROSS
OF COUNSEL

ROBERT B. NUSSBAUM
COUNSEL

* MEMBER OF NJ & NY BARS
* MEMBER OF NJ & PA BARS
* MEMBER OF NY BAR ONLY
* CERTIFIED BY THE SUPREME
COURT OF NEW JERSEY AS A
CIVIL AND CRIMINAL TRIAL
ATTORNEY
* CERTIFIED BY THE SUPREME
COURT OF NEW JERSEY AS A
CIVIL TRIAL ATTORNEY

TONI MARIE VACCARINO⁺
DANALYNN T. COLAO⁺
MELISSA A. PROVOST
CHRISTINA L. FICHERA⁺
CHRISTOPHER M. WOLFE
JENNIFER R. O'CONNOR
PAOLA CIAPPINA HEMSLEY
DANIELLE PANTALEO⁺
PHOEBE S. SORIAL⁺
DEBORAH D'ANGELO
MELISSA A. SILVER
COLIN R. ROBINSON⁺
PARIS DASKALAKIS⁺
DANIELE N. HANKIN⁺
DENNIS KADIAN⁺
JONATHAN M. BUSCH
HILLARY A. JURY⁺
ERIKA SONDAHL LEVIN⁺
MONICA D. KRAFT⁺
BRYAN P. SCHROEDER⁺
ANDREW D. LA FIURA⁺
LAUREN M. LIMAURO⁺
GEORGE TENREIRO
RINA GRASSOTTI⁺
SUZANNE J. HERRMANN
KATELYN M. TORPEY

May 10, 2006

VIA FEDERAL EXPRESS

Trademark Assistance Center
Madison East
Concourse Level Room C55
600 Dulany Street
Alexandria, Virginia 22314
Attention: Assignment Recordations Services

RECEIVED
AUG 17 2006
LUCAS & ... LLP

Re: **HEARUSA, Inc. Trademark Assignment**

Dear Sir/Madam:

In accordance with the United States Patent and Trademark Office's correspondence dated March 6, 2006, enclosed please find for filing a revised Recordation Form Cover Sheet, Assignment of Trademarks and a UCC Financing Statement for the aforementioned corporation. Also enclosed is this firm's check in the amount of \$215.00, which represents your filing fee with regard to the Assignment of the trademark applications and registrations referenced on the Recordation Form.

Please do not hesitate to contact me if you have any questions.

Very truly yours,



Lauren M. Limauro



05-11-2006

U.S. Patent & TMO/TM Mail Recpt. #72

(00433133.DOC)

TRADEMARK

REEL: 003401 FRAME: 0239



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

FINANCE SECTION

JULY 25, 2006

LUCAS & MERCANTI, LLP
OTHO B. ROSS
15TH FLOOR
475 PARK AVENUE SOUTH
NEW YORK, NY 11417



RECEIVED

AUG 07 2006



UNITED STATES PATENT AND TRADEMARK OFFICE
LUCAS & MERCANTI LLP
NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 103241935

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE,
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.
IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE,
YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT
571-272-3350.

1. THE DAY OF THE EXECUTION DATE IS MISSING. - *Incorrect.*

*See attached.
It is Feb. 10, 2006.*

SHAREILL COLES, EXAMINER
ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

SAIBER SCHLESINGER SATZ & GOLDSTEIN, LLC
ATTORNEYS AT LAW
ONE GATEWAY CENTER
NEWARK, NEW JERSEY 07102-5311

TELEPHONE: (973) 622-3333
TELECOPIER: (973) 622-3349

Date Sent: September 29, 2006

TO: United States Patent & Trademark Office
Assignment Services Branch

Fax number: (571) 273-0140

Our Ref, No.: 8217-6

Sent By: Rose

Pages Sent : 22 (including this sheet)

Remarks: Attached please find a resubmission of Hear Usa's trademarks pursuant to your Notice of Non-Recordation Number 103290862. Original will follow by certified mail.

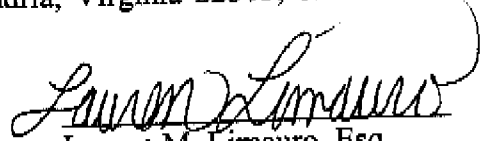
CONFIDENTIALITY NOTE

This transmission contains information that is confidential and/or legally privileged. It is intended for use only by the person to whom it is directed. If you have received this telecopy in error, please notify us by telephone immediately so that we can arrange for the return of the original documents to us at no cost to you.

If you do not receive all of the pages indicated above, please call us as soon as possible at (973) 622-3333.

Certificate of Mailing

I hereby certify that this correspondence is being deposited with the United States Post Service as certified mail, with return receipt requested, with postage prepaid in an envelope addressed to: United States Patent and Trademark Office, Mail Stop: Assignment Services Branch, P.O. Box 1451, Alexandria, Virginia 22313, on the date shown below



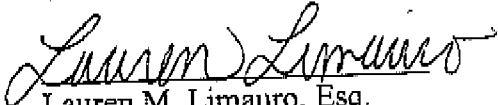
Lauren M. Limauro, Esq.

9-29-06

September 29, 2006

Certificate of Transmission

I hereby certify that this correspondence is being transmitted via facsimile to the United States Patent and Trademark Office, at (571) 273-0140 pursuant to the instructions of Maurice, a Trademark Assistance Representative, on the date shown below


Lauren M. Limauro, Esq.

9-29-06
September 29, 2006



UNITED STATES PATENT AND TRADEMARK OFFICE

UNDER SECRETARY OF COMMERCE FOR INTELLECTUAL PROPERTY AND
DIRECTOR OF THE UNITED STATES PATENT AND TRADEMARK OFFICE

AUGUST 31, 2006

PTAS



103290862A

SETH E. ZUCKERMAN, ESQ.
SAIBER SCHLESINGER SATZ & GOLDSTEIN, LLC
ONE GATEWAY CENTER
NEWARK, NJ 07102

UNITED STATES PATENT AND TRADEMARK OFFICE NOTICE OF NON-RECORDATION OF DOCUMENT

DOCUMENT ID NO.: 103290862

THE ENCLOSED DOCUMENT HAS BEEN EXAMINED AND FOUND NON-RECORDABLE BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. THE REASON(S) FOR NON-RECORDATION ARE STATED BELOW. DOCUMENTS BEING RESUBMITTED FOR RECORDATION MUST BE ACCOMPANIED BY A NEW COVER SHEET REFLECTING THE CORRECT INFORMATION TO BE RECORDED AND THE DOCUMENT ID NUMBER REFERENCED ABOVE.

THE ORIGINAL DATE OF FILING OF THIS ASSIGNMENT DOCUMENT WILL BE MAINTAINED IF RESUBMITTED WITH THE APPROPRIATE CORRECTION(S) WITHIN 30 DAYS FROM THE DATE OF THIS NOTICE AS OUTLINED UNDER 37 CFR 3.51. THE RESUBMITTED DOCUMENT MUST INCLUDE A STAMP WITH THE OFFICIAL DATE OF RECEIPT UNDER 37 CFR 3. APPLICANTS MAY USE THE CERTIFIED PROCEDURES UNDER 37 CFR 1.8 OR 1.10 FOR RESUBMISSION OF THE RETURNED PAPERS, IF THEY DESIRE TO HAVE THE BENEFIT OF THE DATE OF DEPOSIT IN THE UNITED STATES POSTAL SERVICE.

SEND DOCUMENTS TO: U.S. PATENT AND TRADEMARK OFFICE,
MAIL STOP: ASSIGNMENT SERVICES BRANCH, P.O. BOX 1450, ALEXANDRIA, VA 22313.
IF YOU HAVE ANY QUESTIONS REGARDING THIS NOTICE,
YOU MAY CONTACT THE INDIVIDUAL WHOSE NAME APPEARS ON THIS NOTICE AT
571-272-3350.

1. REGISTRATION #15032594 HAS AN EXTRA DIGIT, PLEASE CLARIFY AND RESUBMIT.
2. THE COVER SHEET SUBMITTED FOR RECORDING DOES NOT ADEQUATELY IDENTIFY THE PROPERTY NUMBER(S). THE APPLICATION NUMBER AND SERIES CODE OR THE SERIAL NUMBER AND FILING DATE IS REQUIRED.

ANTIONE ROYALL, EXAMINER

TRADEMARK

ASSIGNMENT SERVICES BRANCH
PUBLIC RECORDS DIVISION

Guidelines for Completing Trademarks Cover Sheets (PTO-1594)

Cover Sheet information must be submitted with each document to be recorded. If the document to be recorded concerns both patents and trademarks, separate patent and trademark cover sheets, including any attached pages for continuing information, must accompany the document. All pages of the cover sheet should be numbered consecutively for example, if both a patent and trademark cover sheet is used, and information is continued on one additional page for both patents and trademarks, the pages of the cover sheet would be numbered from 1 to 4.

Item 1. Name of Conveying Party(ies).

Enter the full name of the party(ies) conveying the interest. If there is more than one conveying party, enter a check mark in the "Yes" box to indicate that additional information is attached. The name of the second and any subsequent conveying party(ies) should be placed on an attached page clearly identified as a continuation of the information in Item 1. Enter a check mark in the "No" box, if no information is contained on an attached page.

Item 2. Name and Address of Receiving Party(ies).

Enter the name and full address of the first party receiving the interest. If there is more than one party receiving the interest, enter a check mark in the "Yes" box to indicate that additional information is attached. If the receiving party is an individual, check the "other" box, place the word "individual" in the following line, and enter the citizenship of the receiving individual. If the receiving party is a legal entity, designate the legal entity of the receiving party by checking the appropriate box. If the receiving party has more than one citizenship, then the citizenship of each partner should be specified on an additional sheet, and "See additional sheet" should be written on the line for citizenship. A corporation must set forth the state, if applicable, or country of incorporation. An association must set forth the state, if applicable, or country under which they are organized. If the receiving party is not domiciled in the United States, a designation of domestic representative is encouraged. Place a check mark in the appropriate box to indicate whether or not a designation of domestic representative is attached. Enter a check mark in the "No" box if no information is contained on an attached page.

Item 3. Nature of Conveyance/Execution Date(s).

Enter the execution date(s) of the document. It is preferable to use the name of the month, or an abbreviation of that name, to minimize confusion over dates. In addition, place a check mark in the appropriate box describing the nature of the conveying document. If the "Other" box is checked, specify the nature of the conveyance. The "Other" box should be checked if the conveying/receiving party is correcting a previously filed document.

Item 4. Application Number(s) or Registration Number(s).

Indicate the application number(s) including series code and serial number, and/or registration number(s) against which the document is to be recorded. The identification of the trademark should be provided for all properties to avoid recordation against the wrong property. A filing date should be provided only when the application or registration number is unknown. Enter a check mark in the appropriate box: "Yes" or "No" if additional numbers appear on attached pages. Be sure to identify numbers included on attached pages as the continuation of Item 4.

Item 5. Name and Address of Party to whom correspondence concerning document should be mailed.

Enter the name and full address of the party to whom correspondence is to be mailed.

Item 6. Total Applications and Trademarks Involved.

Enter the total number of applications and trademarks identified for recordation. Be sure to include all applications and registrations identified on the cover sheet and on additional pages.

Block 7. Total Fee Enclosed.

Enter the total fee enclosed or authorized to be charged. A fee is required for each application and registration against which the document is recorded.

Item 8. Payment Information.

Enter either the last four digits of your credit card and expiration date or the deposit account number and authorized user name to authorize charges.

Item 9. Signature.

Enter the name of the person submitting the document. The submitter must sign and date the cover sheet. Enter the total number of pages including the cover sheet, attachments, and document.

This collection of information is required by 35 USC 261 and 262 and 15 USC 1057 and 1060. The information is used by the public to submit (and by the USPTO to process) patent and trademark assignment requests. After the USPTO records the information, the records for patent and trademarks, assignments, and other associated documents can be inspected by the public. To view documents recorded under secrecy orders or documents recorded due to the interest of the federal government, a written authorization must be submitted. This collection is estimated to take 30 minutes to complete, including gathering, preparing, and submitting the form to the USPTO. Any comments on the amount of time you require to complete this form and/or suggestions for reducing this burden, should be sent to the Manager of the Assignment Division, Crystal Gateway 4, Room 510, 1213 Jefferson Davis Highway, Arlington, VA 22202. DO NOT SEND FEES OR COMPLETED FORMS TO THIS ADDRESS. SEND TO: Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450.

SAIBER SCHLESINGER SATZ & GOLDSTEIN, LLC

ATTORNEYS AT LAW

ONE GATEWAY CENTER
13TH FLOOR
NEWARK, NEW JERSEY 07102-5311
TELEPHONE (973) 622-3333
TELECOPIER (973) 622-3349
WWW.SAIBER.COM

BRUCE I. GOLDSTEIN*
WILLIAM F. MADERER*
DAVID J. DALCIA
JEFFREY W. LORELL*
DAVID R. GROSS*
SEAN R. KELLY*
ARNOLD B. CALMANN*
JOAN M. SCHWAB
JENNINE DISOMMA*
JAMES H. FORTE
VINCENT F. PAPALIA
RANDI SCHILLINGER*
MICHAEL J. GERAGHTY*
NINO A. COVIELLO*
MICHELLE V. FLEISHMAN*
AGNES I. RYMER*
JAMES H. GIANNINOTO*
NANCY A. WASHINGTON
ERNEST E. BADWAY*
MARC C. SINGER*
SETH E. ZUCKERMAN
MARC E. WOLIN*
DAVID A. COHEN
JEREMY P. KLEIMAN*
JEFFREY SOOS

SAMUEL S. SAIBER
1929-2002

GEOFFREY GAULKIN
ALFRED M. WOLIN
SPECIAL COUNSEL

DAVID M. SATZ, JR.
MORTON GOLDFEIN*
EDWIN H. NORDLINGER*
DAVID J. SATZ
HEIDI WEGRYN GROSS
OF COUNSEL

ROBERT B. NUSSBAUM
COUNSEL

* MEMBER OF NJ & NY BARS
* MEMBER OF NJ & PA BARS
* MEMBER OF NY BAR ONLY
* CERTIFIED BY THE SUPREME
COURT OF NEW JERSEY AS A
CIVIL AND CRIMINAL TRIAL
ATTORNEY
* CERTIFIED BY THE SUPREME
COURT OF NEW JERSEY AS A
CIVIL TRIAL ATTORNEY

KIMBERLY ANN LEEGAN
DANALYNN T. COLAO*
MELISSA A. PROVOST
CHRISTINA L. FICHERA*
CHRISTOPHER M. WOLFE
JENNIFER R. O'CONNOR
PAOLA CIAPPINA HEMSLEY
DANIELLE PANTALEO*
PHOEBE S. SORIAL*
DEBORAH D'ANGELO
MELISSA A. SILVER
COLIN R. ROBINSON*
DANIELE N. HANKIN*
DENNIS KADIAN*
JONATHAN M. BUSCH
HILLARY A. JURY*
ANDREW D. LA FIURA*
LAUREN M. LIMAURO
GEORGE TENREIRO*
RINA GRASSOTTI*
SUZANNE J. HERRMANN*
KATELYN M. TORPEY
SANJAY MANOCHA

September 29, 2006

VIA FACSIMILE AND CERTIFIED MAIL, RETURN RECEIPT REQUESTED

United States Patent and Trademark Office

Mail Stop: Assignment Services Branch

P.O. Box 1450

Alexandria, Virginia 22313

**Re: Recordation of Assignment of HearUsa Trademarks
Your Document No.: 103290862**

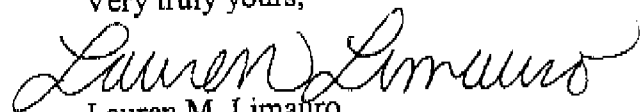
Dear Sir or Madam:

In accordance with the United States Patent and Trademark Office's Notice of Non-Recordation of Document dated August 31, 2006 ("Notice of Non-Recordation"), attached please find for resubmission a revised Recordation Form Cover Sheet, Assignment of Trademarks and a UCC Financing Statement, as well as a copy of the Notice and accompanying documents, for the Assignment, reflecting the correct trademark number for Registration Number 1503422 ("Your Prescription for Better Hearing"). Originals of these documents will follow by certified mail, return receipt requested, will include a Certificate of Mailing and shall be deposited in the United States mail on even date herewith.

It is our understanding, pursuant to a recent telephone conversation with Maurice, a Trademark Assistance Representative, that (i) as this resubmission has been made within thirty (30) days from the above-referenced Notice of Non-Recordation, the original filing date of the Assignment will be preserved; (ii) resubmission via facsimile is acceptable, and (iii) it is unnecessary to include an additional \$215.00 fee, as this is merely a resubmission.

Please advise us if you have any questions or further requirements.

Very truly yours,


Lauren M. Limauro