

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Quiet Solution, Inc.		03/29/2005	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	Quiet Solution, LLC
Street Address:	1250 Elko Drive
City:	Sunnyvale
State/Country:	CALIFORNIA
Postal Code:	94089
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 25

Property Type	Number	Word Mark
Serial Number:	78771647	QUIETSEAM
Serial Number:	78771628	QUIETRF
Serial Number:	78803549	ONE EQUALS EIGHT
Serial Number:	78723278	QUIETGLASS
Serial Number:	78678639	QUIET WINDOW
Serial Number:	78584045	SOLITUDE
Serial Number:	78641576	QUIETPUTTY
Serial Number:	78584028	SERENITY
Serial Number:	78583064	RELIEF
Serial Number:	78244008	QUIET
Serial Number:	78282333	QUIETSHIP
Serial Number:	78282331	QUIETROOM
Serial Number:	78259678	QUIETRAIL
Serial Number:	78251301	QUIETSEAL

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Serial Number:	78251298	QUIETAIR
Serial Number:	78244029	QUIETBOAT
Serial Number:	78240178	QUIETTILE
Serial Number:	78239799	QUIETCOAT
Serial Number:	78239504	QUIETWOOD
Serial Number:	78335789	QUIETGLUE
Serial Number:	78303222	QUIETTRUCK
Serial Number:	78244023	QUIETCAR
Serial Number:	78242240	QUIETHOME
Serial Number:	78241030	QUIETFOAM
Serial Number:	78239796	QUIETWALL

CORRESPONDENCE DATA

Fax Number: (408)392-9262
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 4083929250
Email: jlantz@macpherson-kwok.com
Correspondent Name: Jennifer M. Lantz
Address Line 1: 2033 Gateway Place
Address Line 2: Suite 400
Address Line 4: San Jose, CALIFORNIA 95110

NAME OF SUBMITTER:	Jennifer M. Lantz
Signature:	/Jennifer M. Lantz/
Date:	09/05/2007

Total Attachments: 4
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QUIET SOLUTION, INC.

ACTION BY UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS IN LIEU OF MEETING

March 29, 2005

In accordance with Section 141(f) of the Delaware General Corporation Law (the "DGCL") and Article III, Section 3.12 of the Bylaws of Quiet Solution, Inc., a Delaware corporation (the "Company"), the undersigned, constituting all of the members of the Company's Board of Directors (the "Board"), hereby adopt the following resolutions effective as of the date first set forth above:

WHEREAS: On February 4, 2005, the Board took certain action regarding the transfer of the assets and liabilities of the Company (the "February Action").

WHEREAS: Since the February Action, the Company has been in negotiations with various parties and, as a result, the terms of some of the documents and transactions approved in the February Action have changed.

1. **Conflicting Resolutions.**

RESOLVED: That to the extent the resolutions contained in the February Action conflict with the resolutions contained herein, the resolutions contained herein shall supersede the resolutions contained in the February Action.

2. **Formation of LLC and Transfer of Assets and Liabilities.**

RESOLVED FURTHER: That the Board hereby approves the restructuring of the business as a limited liability company and deems such restructuring to be in the best interests of the Company and its stockholders.

RESOLVED FURTHER: That the Company and its officers are hereby authorized to make such filings and take all actions necessary to form a limited liability company by the name of "Quiet Solution, LLC" (the "LLC")

RESOLVED FURTHER: That the Company is authorized to enter into the Contribution Agreement, in the form presented to the Board, which effects such restructuring and provides for the issuance of 9,945,238 Series A LLC Shares representing a membership interest in the LLC of 100% in exchange for the assignment of all of the assets of the Company to the LLC and an assumption of all of the liabilities of the Company by the LLC.

RESOLVED FURTHER: That the officers of the Company are hereby authorized to take all necessary steps as required or advised by the Company's counsel in order to effect the intent of the Contribution Agreement and the assignment of all of the assets of the Company to the LLC and an assumption of all of the liabilities of the Company by the LLC, including but not limited to the assignment of all employees, intellectual property and existing debt or convertible debt held by the Company.

RESOLVED FURTHER: That the officers of this Company are authorized to solicit and obtain the consent of the stockholders of this Company to the Contribution Agreement.

RESOLVED FURTHER: That the Board hereby approves the Operating Agreement, which shall govern the rights and privileges of the Class A LLC Shares and the operation of the LLC, in the form presented to the Board, and authorizes the Company and its officers to enter into the Operating Agreement.

RESOLVED FURTHER: That the Board hereby appoints Marc Porat and Kevin Surace as the members of the Board of Managers of the LLC, as set forth in the Operating Agreement.

RESOLVED FURTHER: That the Board hereby appoints Marc Porat, Kevin Surace and James McCormick as executive officers of the LLC.

3. Note Financing.

WHEREAS: That the Board has reviewed the terms of a Convertible Note Financing whereby certain investors propose to loan funds to the LLC (the "Financing").

RESOLVED: That the Board deems it to be in the best interests of the Company that Financing be routed through the LLC, and that the Board hereby disclaims any interest of the Company in such Financing.

RESOLVED FURTHER: That the Company and its officers are hereby authorized to execute any documentation required by the Company or the LLC to effect the Financing.

4. Omnibus Resolutions.

RESOLVED: That any and all actions heretofore taken by the officers of this Company within the terms of any of the foregoing resolutions are hereby ratified and confirmed as the act and deed of this Company.

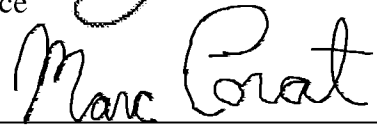
RESOLVED FURTHER: That the officers of this Company are hereby authorized and directed to execute all documents and take all actions necessary or advisable to carry out the intent of the foregoing resolutions.

This written consent may be executed in counterparts, each of which shall constitute an original and all of which together shall constitute one instrument, effective as of the date set forth above. A copy of this written consent that is signed and delivered by telecopy or other facsimile transmission shall constitute an original, executed written consent.

DIRECTORS:



Kevin Surace



Marc Porat