

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/21/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Britannia Investment Corporation		11/21/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Polk Audio, Inc.
Street Address:	5601 Metro Drive
Internal Address:	Attention: Legal Department
City:	Baltimore
State/Country:	MARYLAND
Postal Code:	21215
Entity Type:	CORPORATION: MARYLAND

PROPERTY NUMBERS Total: 36

Property Type	Number	Word Mark
Serial Number:	78640474	360.1
Serial Number:	78607925	I-SONIC
Registration Number:	3442559	POLK AUDIO DESIGNS
Registration Number:	3175609	I-SONIC
Registration Number:	3197164	I SONIC
Registration Number:	3254304	MIDOCK
Registration Number:	3226966	SDA
Registration Number:	3129167	SURROUNDBAR
Registration Number:	2991983	POWER PORT
Serial Number:	77473719	SRT
Serial Number:	77668628	MM POLKAUDIO
Serial Number:	77370040	POLK MOBILE MONITOR

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Serial Number:	77522895	SURROUNDBAR SDA INSTANT HOME THEATER
Serial Number:	77522930	INSTANT HOME THEATER
Serial Number:	77369875	POLK DIGITAL LOGIC
Registration Number:	3533922	POLK AUDIO
Serial Number:	77473682	SPEED MATCHING
Serial Number:	77473641	SIGNATURE REFERENCE THEATER
Registration Number:	2888138	POLKAUDIO
Registration Number:	2888137	POLK
Registration Number:	2629187	ATRIUM
Registration Number:	2809013	THE POLK PERFORMANCE ADVANTAGE
Registration Number:	2482379	F/X
Registration Number:	2429910	THE SPEAKER SPECIALIST
Registration Number:	2462291	RM DIGITAL SOLUTION
Registration Number:	2163217	POLK AUDIO
Registration Number:	2190498	POLK
Registration Number:	2779730	ACOUSTIC RESONANCE CONTROL
Registration Number:	2037866	PERFORMANCE WITHOUT LIMITS
Registration Number:	2051479	CASKET BASKET
Registration Number:	2016512	EOSONE
Registration Number:	1948714	BIG SPEAKER SOUND WITHOUT THE BIG SPEAKER
Registration Number:	1821979	DYNAMIC BALANCE
Registration Number:	1098618	POLK AUDIO
Registration Number:	1267826	THE SPEAKER SPECIALISTS
Registration Number:	1298466	STEREO/DIMENSIONAL ARRAY

CORRESPONDENCE DATA

Fax Number: (760)599-1389
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 7605986200 ext. 1298
Email: christie.biggs@deiholdings.com
Correspondent Name: Polk Audio, Inc.
Address Line 1: 5601 Metro Drive
Address Line 2: Attn: Legal Department
Address Line 4: Baltimore, MARYLAND 21215

NAME OF SUBMITTER:	Crystal Biggs
Signature:	//CRYSTAL BIGGS//

Date:

04/22/2009

Total Attachments: 2

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ARTICLES OF MERGER

MERGING

BRITANNIA INVESTMENT CORPORATION
(a Delaware corporation)

INTO

POLK AUDIO, INC.
(a Maryland corporation)

FIRST: Britannia Investment Corporation, a corporation organized and existing under the laws of the state of Delaware ("Britannia"), and Polk Audio, Inc., a corporation organized and existing under the laws of the state of Maryland, ("Polk"), agree that Britannia shall be merged into Polk. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these Articles of Merger.

SECOND: Polk shall survive the merger and shall continue under the name Polk Audio, Inc.

THIRD: The parties to the articles of merger are Polk, a corporation organized and existing under the laws of the state of Maryland, and Britannia, a corporation incorporated on the 30th day of September, 1987, under the General Corporation Law of the state of Delaware. Britannia was not qualified to do business in the state of Maryland and does not own any property in the state of Maryland.

FOURTH: No amendment is made to the charter of Polk as part of the merger.

FIFTH: The total number of shares of stock of all classes which Britannia has authority to issue is 100,000 shares, all of which shares are designated as common stock, par value \$0.01 per share. The aggregate par value of all the shares of stock of all classes of Britannia is \$1,000.00.

The total number of shares of stock of all classes which Polk has authority to issue is 20,000,000 shares, all of which shares are designated as common stock, par value \$0.01 per share. The aggregate par value of all the shares of stock of all classes of Britannia is \$200,000.00.

SIXTH: The total number of issued and outstanding shares of common stock of Britannia is 5,000 shares and the total number of issued and outstanding shares of common stock of Polk are 977,714 shares.

SEVENTH: All of the issued and outstanding shares of Britannia are owned by Polk and no shares of Polk are to be issued or any other consideration given for shares of Britannia, but upon the effective date of the Articles of Merger, the shares of stock of Britannia shall be surrendered for cancellation to Polk.

EIGHTH: The principal office of Polk is located in the city of Baltimore, Maryland. Polk does not own any property in the state of Maryland, the title to which could be affected by the recording of an instrument among the Land Records.

NINTH: The merger was duly approved by resolution adopted by a majority vote of the entire board of directors of Polk on the 21st day of November, 2008, and by resolution adopted by a majority vote of the entire board of directors of Britannia on the 21st day of November, 2008.

TENTH: The merger to be effected by these articles of merger was duly advised, authorized, and approved by Polk in the manner and by the vote required by laws of the state of Delaware and by the charter of the said corporation.

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STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the 3
page document on file in this office. DATED: 12/21/08
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION
BY: Dana Taylor, Custodian
This stamp replaces our previous certification system. Effective: 6/95

IN WITNESS WHEREOF, Britannia Investment Corporation and Polk Audio, Inc., the corporation parties to the merger, have caused these articles of merger to be signed in their respective corporate names and on their behalf by their respective Vice Presidents and witnessed or attested by their respective Secretaries all as of the 21st day of November, 2008.

BRITANNIA INVESTMENT CORPORATION

By: 
Kevin P. Duffy, Executive Vice President

Witness: 

KC Bean, Secretary

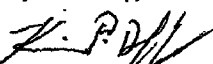
POLK AUDIO, INC.

By: 
Kevin P. Duffy, Executive Vice President

Witness: 

KC Bean, Secretary

THE UNDERSIGNED, Executive Vice President of Britannia Investment Corporation, who executed on behalf of said corporation the foregoing Articles of Merger, of which the certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

By: 
Kevin P. Duffy, Executive Vice President

THE UNDERSIGNED, Executive Vice President of Polk Audio, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which the certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

By: 
Kevin P. Duffy, Executive Vice President

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