

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

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|---------------------------------------|--|---------------------------|-------------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT | | |
| NATURE OF CONVEYANCE: | ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL | | |
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| North American Audio Management, Inc. | | 05/11/2010 | CORPORATION: NEW JERSEY |
| RECEIVING PARTY DATA | | | |
| Name: | North American Audio Group, Inc. | | |
| Street Address: | 85 Kinderkamack Road | | |
| City: | Emerson | | |
| State/Country: | NEW JERSEY | | |
| Postal Code: | 07630 | | |
| Entity Type: | CORPORATION: NEW JERSEY | | |
| PROPERTY NUMBERS Total: 3 | | | |
| Property Type | Number | Word Mark | |
| Serial Number: | 77123052 | MTS | |
| Registration Number: | 2309271 | MTS | |
| Registration Number: | 2403354 | MILLENNIUM THEATER SYSTEM | |
| CORRESPONDENCE DATA | | | |
| Fax Number: | (973)994-1744 | | |
| | <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | | |
| Phone: | 973-994-1700 | | |
| Email: | gtroublefield@carellabyrne.com | | |
| Correspondent Name: | Carella, Byrne, Cecchi, Olstein, Brody & | | |
| Address Line 1: | 5 Becker Farm Road | | |
| Address Line 2: | G. Glennon Troublefield | | |
| Address Line 4: | Roseland, NEW JERSEY 07068 | | |
| ATTORNEY DOCKET NUMBER: | 504973-5 | | |
| NAME OF SUBMITTER: | G. Glennon Troublefield | | |

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**TRADEMARK
 REEL: 004203 FRAME: 0886**

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|---|---------------------------|
| Signature: | /G. Glennon Troublefield/ |
| Date: | 05/11/2010 |
| Total Attachments: 5 source=assignment#page1.tif source=assignment#page2.tif source=assignment#page3.tif source=assignment#page4.tif source=assignment#page5.tif | |

ASSIGNMENT

WHEREAS, NORTH AMERICAN AUDIO MANAGEMENT, INC., a New Jersey corporation, having a previous business address at 85 Kinderkamack Road, Emerson, New Jersey 07630, is the owner of all right, title and interest in and to Trademark Registration Nos. 2,309,271 for the word mark MTS, having a registration date of January 18, 2000, and 2,403,354 for the word mark MILLENNIUM THEATER SYSTEM, having a registration date of November 14, 2000 (collectively the "Property"), pursuant to an assignment from INTERACTIVE ISLAND SUPPLIES, INC., a New York corporation, having a former business address at 100 C, East Jefryn Boulevard, Deep Park, New York, which is dissolved, to NORTH AMERICAN AUDIO MANAGEMENT, INC., in which the assignment was recorded with the United States Patent and Trademark Office at reel 3238 and frame 0938;

WHEREAS, on January 4, 2006, JOSEPH FULLER, having an address of 73 Ireland Place, #101, Amityville, New York 11701, caused INTERACTIVE ISLAND SUPPLIES, INC. to assign to him an alleged interest in the Property, pursuant to an assignment recorded on that date with the United States Patent and Trademark Office at reel 3220 and frame 0710;

WHEREAS, on May 10, 2006, JOSEPH FULLER, assigned his entire right, title and interest in and to the Property to NORTH AMERICAN AUDIO MANAGEMENT,

INC., which was recorded with the United States Patent and Trademark Office at reel 3351 and frame 971;

WHEREAS, on March 6, 2007, NORTH AMERICAN AUDIO MANAGEMENT, INC. filed an application to re-register the mark, MTS, for audio speakers based upon a date of first use of April 1, 1998, which was assigned Serial Number 77,123,052 (“MTS Application”), based upon the fraudulent assignment filed by JOSEPH FULLER;

WHEREAS, NORTH AMERICAN AUDIO MANGEMENT, INC. has continuously sold goods in commerce under the MTS mark and/or Property since the date of first use;

WHERAS, WEST COAST AUDIO, INC. was a corporation of the state of New Jersey, having a business address of 85 Kinderkamack Road, Emerson, New Jersey 07630, that was incorporated on November 30, 2007 and was the entity to whom rights to the MTS mark, the MTS Application, and the Property were to be assigned;

WHEREAS, prior the assignment being formalized, NORTH AMERICAN AUDIO MANAGEMENT, INC. was dissolved on August 8, 2008 and WEST COAST AUDIO, INC. changed its name to NORTH AMERICAN AUDIO GROUP, INC., as filed on January 15, 2009;

WHEREAS, THEODORE NICOLS, having a business address of 85 Kinderkamack Road, Emerson, New Jersey 07630, is a principal shareholder and the president of NORTH AMERICAN AUDIO GROUP, INC., is the principal shareholder and the president of WEST COAST AUDIO, INC., is the principal shareholder and president of NORTH AMERICAN AUDIO MANAGEMENT, INC., and, pursuant to

applicable New Jersey law, is authorized to dispose of, transfer and convey property belonging to NORTH AMERICAN AUDIO MANAGEMENT, INC.;

WHEREAS, NORTH AMERICAN AUDIO MANAGEMENT, INC. (hereinafter the "Assignor") is desirous to formalize the assignment of all rights, title and interests in and to the MTS mark, the MTS Application and the Property to NORTH AMERICAN AUDIO GROUP, INC. and NORTH AMERICAN AUDIO GROUP, INC.(hereinafter the "Assignee") is desirous to formalize is acquisition and receive an assignment of all rights, title and interests in and to the MTS mark, the MTS Application, and the Property, together with the good will appurtenant thereto and symbolized thereby;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, and intending to be legally bound hereby, said Assignor does hereby assign, sell, transfer, set over and quit claim unto said Assignee the full extent of its right, title and interest in and to the MTS mark, the MTS Application (including all rights to prosecute the same and to defend the opposition proceeding before the United States Patent and Trademark Office, Trademark Trial and Appeal Board Opposition No. 91192,771) and Property, if any, and all registrations therefor, together with all the good will of the business symbolized by the MTS mark, the MTS Application and the Property, including all the rights Assignor has to sue for and collect damages and other recoveries for past infringement thereof.

And for the consideration aforesaid, Assignor agrees that it will, upon request, execute and deliver to Assignee any and all additional papers and generally do all other and further lawful acts deemed necessary by said Assignee to carry out the terms of this Agreement.

Executed this 11 day of MAY, 2010.

BY: *Theodore Nicols*
THEODORE NICOLS

STATE OF CALIFORNIA)
) SS:
COUNTY OF _____)

The foregoing instrument was acknowledged before me this _____ day of _____, 2010, by Theodore Nicols, in his capacity the principal shareholder and president of North American Audio Management, Inc. and North American Audio Group, Inc., who personally appeared before me.

See attached

NOTARY PUBLIC
My Commission expires: _____

(Notary Seal)

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CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

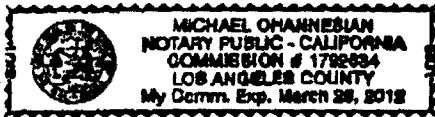
State of California }
County of Los Angeles }

On May 11, 2010 before me, Michael D. HANNESIAN, Notary Public
Date Here Insert Name and Title of the Officer
personally appeared Theodore Nicols
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/henrtheir authorized capacity(ies), and that by his/henrtheir signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.



Please Notary Seal Above

Signature [Handwritten Signature]
Signature of Notary Public

OPTIONAL

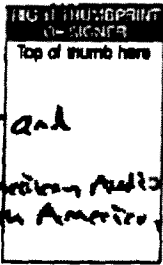
Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment
Document Date: MAY 11, 2010 Number of Pages: 4
Signer(s) Other Than Named Above: -

Capacity(ies) Claimed by Signer(s)

Signer's Name: Theodore Nicols
 Individual
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: Principal Shareholder and President
Signer is Representing: North American Audio Management, LLC and North American Audio Group, Inc.



Signer's Name: _____
 Individual
 Corporate Officer — Title(s): _____
 Partner — Limited General
 Attorney in Fact
 Trustee
 Guardian or Conservator
 Other: _____
Signer is Representing: _____

