

TRADEMARK ASSIGNMENT

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Vox International Corporation		03/14/2012	CORPORATION: DELAWARE
Audiovox Accessories Corporation		03/14/2012	CORPORATION: DELAWARE
Audiovox Electronics Corporation		03/14/2012	CORPORATION: DELAWARE
Audiovox Consumer Electronics, Inc.		03/14/2012	CORPORATION: DELAWARE
American Radio Corp.		03/14/2012	CORPORATION: GEORGIA
Code Systems, Inc.		03/14/2012	CORPORATION: DELAWARE
Invision Automotive Systems, Inc.		03/14/2012	CORPORATION: DELAWARE
Batteries.com, LLC		03/14/2012	LIMITED LIABILITY COMPANY: INDIANA
Klipsch Group, Inc.		03/14/2012	CORPORATION: INDIANA

**RECEIVING PARTY DATA**

Name:	Wells Fargo Bank, National Association
Street Address:	1525 West W.T. Blvd.
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28262
Entity Type:	National Association: UNITED STATES

**PROPERTY NUMBERS Total: 54**

Property Type	Number	Word Mark
Registration Number:	3274427	AUDIOVOX
Registration Number:	1432756	AUDIOVOX
Registration Number:	1234338	AUDIOVOX
Registration Number:	1812742	P PRESTIGE
Registration Number:	3396771	HOME DECOR
Serial Number:	85004932	AIRPOWER

OP \$1365.00 3274427

Serial Number:	85004944	LIGHTNING BUG
Serial Number:	77964484	PILLOWZ
Serial Number:	77964495	HEADSHOTS
Serial Number:	77964490	SQUISH
Serial Number:	77965424	EAR BUDZ STEREO EARBUDS
Registration Number:	3719944	HEADSHOX
Serial Number:	77592669	HEADRUSH
Registration Number:	1244274	AMBICO
Registration Number:	1286700	DISCWASHER
Registration Number:	1251409	RECOTON
Registration Number:	1303380	RECOTON
Registration Number:	1462534	SPIKEMASTER
Registration Number:	3526102	RCA
Registration Number:	3526101	RCA
Registration Number:	3526100	RCA
Registration Number:	3526099	RCA
Registration Number:	3522951	RCA
Registration Number:	0906567	RCA
Registration Number:	0906566	RCA
Registration Number:	0887899	RCA
Registration Number:	0887898	RCA
Registration Number:	1804225	
Registration Number:	3668029	RCA
Registration Number:	3668028	RCA
Registration Number:	1188514	RCA
Registration Number:	1188515	RCA
Registration Number:	3641532	RCA
Registration Number:	3641533	RCA
Registration Number:	0852758	RCA
Registration Number:	0852759	RCA
Registration Number:	0866375	RCA
Registration Number:	0866374	RCA
Registration Number:	2885017	RCA
Registration Number:	2376981	CHANGING ENTERTAINMENT. AGAIN.
Registration Number:	2496770	LYRA

	3336737	SMALL WONDER
Registration Number:	3744508	INVISION
Registration Number:	3121227	I
Registration Number:	3160995	FACTORY MATCH
Registration Number:	2591492	AUTO CINEMA
Registration Number:	3362813	INVISION MOBILE VIDEO
Registration Number:	3627720	DEFINING THE DIFFERENCE
Registration Number:	3606904	DEFINE THE DIFFERENCE
Registration Number:	3272014	TRUE-FIT
Registration Number:	3624664	AUDIOVIXEN
Registration Number:	3744766	REVOLUTION
Serial Number:	85262291	READERS FOR YOUR EARS
Registration Number:	1017697	DISCWASHER

**CORRESPONDENCE DATA**

Fax Number: (404)572-5100

Email: mrussell@kslaw.com

*Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.*

Correspondent Name: King & Spalding

Address Line 1: 1180 Peachtree Street

Address Line 4: Atlanta, GEORGIA 30309

ATTORNEY DOCKET NUMBER:	18464.015136
NAME OF SUBMITTER:	Mark Russell
Signature:	/Mark Russell/
Date:	03/19/2012

**Total Attachments: 9**

source=Audiovox - Executed Notice of Trademarks - Voxx International#page1.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page2.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page3.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page4.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page5.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page6.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page7.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page8.tif  
source=Audiovox - Executed Notice of Trademarks - Voxx International#page9.tif

NOTICE  
OF  
GRANT OF SECURITY INTEREST  
IN  
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of March 14, 2012 (as amended, modified, extended, restated, replaced, or supplemented from time to time, the "Security Agreement"), by and among the Obligors party thereto (each an "Obligor" and collectively, the "Obligors") and Wells Fargo Bank, National Association, as Administrative Agent (the "Administrative Agent") for the secured parties referenced therein (the "Secured Parties"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks, trademark licenses and trademark applications shown on Schedule I attached hereto (the "Trademarks") to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.


The Obligors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

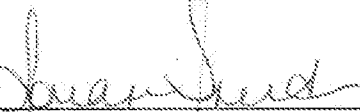
**VOXX INTERNATIONAL CORPORATION,**  
a Delaware corporation

By:   
Name: Charles M. Stoehr  
Title: CFO/Senior Vice President


**AUDIOVOX ACCESSORIES CORPORATION,**  
a Delaware corporation

By:   
Name: Loriann Shelton  
Title: CFO/Vice President/Treasurer

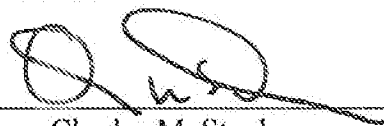
**AUDIOVOX ELECTRONICS CORPORATION,** a Delaware corporation

By:   
Name: Loriann Shelton  
Title: CFO/Secretary/Treasurer

**AUDIOVOX CONSUMER ELECTRONICS, INC.,** a Delaware corporation

By:   
Name: Loriann Shelton  
Title: CFO/Secretary/Treasurer

**AMERICAN RADIO CORP.,** a Georgia corporation

By:   
Name: Charles M. Stoehr  
Title: Vice President

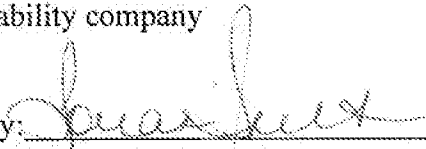
**CODE SYSTEMS, INC.**, a Delaware corporation

By:   
Name: Charles M. Stoehr  
Title: Chief Financial Officer

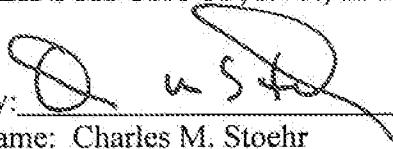
**INVISION AUTOMOTIVE SYSTEMS INC.**, a Delaware corporation

By:   
Name: Charles M. Stoehr  
Title: Vice President

**BATTERIES.COM, LLC**, an Indiana limited liability company

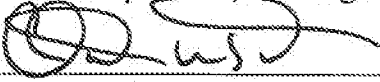
By:   
Name: Loriann Shelton  
Title: Secretary

**KLIPSCH GROUP, INC.**, an Indiana corporation

By:   
Name: Charles M. Stoehr  
Title: Vice President

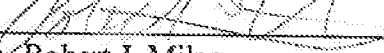
Very truly yours,

**VOXX INTERNATIONAL CORPORATION**  
(successor by merger to Audiovox Corporation),  
a Delaware corporation, as Obligor

By:   
Name: Charles M. Stoehr  
Title: CFO/Senior Vice President

Acknowledged and Accepted:

**WELLS FARGO BANK, NATIONAL ASSOCIATION,**  
as Administrative Agent

By:   
Name: Robert J. Milas  
Title: Vice President



**Schedule 1**

<b>Mark</b>	<b>Country</b>	<b>Registration/Application No.</b>	<b>Owner</b>
AUDIOVOX	US	3,274,427	VOXX International Corporation (f/k/a Audiovox Corporation)
AUDIOVOX	US	1,432,756	VOXX International Corporation (f/k/a Audiovox Corporation)
AUDIOVOX	US	1,234,338	VOXX International Corporation (f/k/a Audiovox Corporation)
P PRESTIGE	US	1,812,742	VOXX International Corporation (f/k/a Audiovox Corporation)
HOME DÉCOR	US	3,396,771	VOXX International Corporation (f/k/a Audiovox Corporation)
AIRPOWER	US	85/004,932	VOXX International Corporation (f/k/a Audiovox Corporation)
LIGHTNING BUG	US	85/004,944	VOXX International Corporation (f/k/a Audiovox Corporation)
PILLOWZ	US	77/964,484	VOXX International Corporation (f/k/a Audiovox Corporation)
HEADSHOTS	US	77/964,495	VOXX International Corporation (f/k/a Audiovox Corporation)
SQUISH	US	77/964,490	VOXX International Corporation (f/k/a Audiovox Corporation)
EAR BUDZ STEREO EARBUDS	US	77/965,424	VOXX International Corporation (f/k/a Audiovox Corporation)
HEADSHOX	US	3,719,944	VOXX International Corporation (f/k/a Audiovox Corporation)
HEADRUSH	US	77/592,669	VOXX International Corporation (f/k/a Audiovox Corporation)
AMBICO	US	1,244,274	VOXX International Corporation (f/k/a Audiovox Corporation)

			Corporation)
DISCWASHER	US	1,286,700	VOXX International Corporation (f/k/a Audiovox Corporation)
RECOTON	US	1,251,409	VOXX International Corporation (f/k/a Audiovox Corporation)
RECOTON	US	1,303,380	VOXX International Corporation (f/k/a Audiovox Corporation)
SPIKEMASTER	US	1,462,534	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,526,102	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,526,101	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,526,100	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,526,099	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,522,951	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	906,567	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	906,566	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	887,899	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	887,898	VOXX International Corporation (f/k/a Audiovox Corporation)
<b>RCA Dogs (Stylized Logo)</b>	US	<b>1,804,225</b>	<b>VOXX International Corporation (f/k/a Audiovox Corporation<sup>1</sup>)</b>

<sup>1</sup> Bold denotes marks currently in the name of RCA Trademark Management SA -- these registrations cover goods in both Audiovox and Thomson/RCA TM Management's respective fields of use and require division.

RCA	US	3,668,029	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,668,028	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	<b>1,188,514</b>	<b>VOXX International Corporation (f/k/a Audiovox Corporation)</b>
RCA	US	<b>1,188,515</b>	<b>VOXX International Corporation (f/k/a Audiovox Corporation)</b>
RCA	US	887,899	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,641,532	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	3,641,533	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	852,758	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	852,759	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	866,375	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	866,374	VOXX International Corporation (f/k/a Audiovox Corporation)
RCA	US	<b>2,885,017</b>	<b>VOXX International Corporation (f/k/a Audiovox Corporation)</b>
CHANGING ENTERTAINMENT. AGAIN.	US	<b>2,376,981</b>	<b>VOXX International Corporation (f/k/a Audiovox Corporation)</b>
LYRA	US	2,496,770	VOXX International Corporation (f/k/a Audiovox Corporation)
SMALL WONDER	US	3,336,737	VOXX International Corporation (f/k/a Audiovox Corporation)
INVISION	US	3,744,508	VOXX International

			Corporation (f/k/a Audiovox Corporation)
i (Stylized)	US	3,121,227	VOXX International Corporation (f/k/a Audiovox Corporation)
FACTORY MATCH	US	3,160,995	VOXX International Corporation (f/k/a Audiovox Corporation)
AUTO CINEMA	US	2,591,492	VOXX International Corporation (f/k/a Audiovox Corporation)
INVISION MOBILE VIDEO	US	3,362,813	VOXX International Corporation (f/k/a Audiovox Corporation)
DEFINING THE DIFFERENCE	US	3,627,720	VOXX International Corporation (f/k/a Audiovox Corporation)
DEFINE THE DIFFERENCE	US	3,606,904	VOXX International Corporation (f/k/a Audiovox Corporation)
TRUE-FIT	US	3,272,014	VOXX International Corporation (f/k/a Audiovox Corporation)
AUDIOVIXEN	US	3,624,664	VOXX International Corporation (f/k/a Audiovox Corporation)
REVOLUTION	US	3,744,766	VOXX International Corporation (f/k/a Audiovox Corporation)
READERS FOR YOUR EARS	US	85262291	VOXX International Corporation (f/k/a Audiovox Corporation)
DISCWASHER	US	1017697	VOXX International Corporation (f/k/a Audiovox Corporation)