

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM300366

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Memorandum and Notice of Security Interest in Intellectual Property		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Voyetra Turtle Beach, Inc.		03/31/2014	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Bank of America, N.A., as agent		
<b>Street Address:</b>	333 South Hope Street, Suite 1300		
<b>City:</b>	Los Angeles		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	92064		
<b>Entity Type:</b>	National Banking Association: UNITED STATES		
<b>PROPERTY NUMBERS Total: 10</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4091021	TURTLE BEACH	
<b>Registration Number:</b>	3412417	PLAY LIKE A PRO	
<b>Registration Number:</b>	3456351	VOYETRA	
<b>Registration Number:</b>	3370006	ALL YOUR EARS ARE BELONG TO US	
<b>Registration Number:</b>	3153040	EAR FORCE	
<b>Registration Number:</b>	2683185	TURTLE BEACH	
<b>Registration Number:</b>	2641785		
<b>Registration Number:</b>	1924488	AUDIO ADVANTAGE	
<b>Registration Number:</b>	1926318	AUDIOSTATION	
<b>Registration Number:</b>	1276043	VOYETRA	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	2138915748		
<b>Email:</b>	etsang@buchalter.com		
<b>Correspondent Name:</b>	Buchalter Nemer (Evangelline Tsang)		
<b>Address Line 1:</b>	1000 Wilshire Boulevard, Suite 1500		
<b>Address Line 4:</b>	Los Angeles, CALIFORNIA 90017		
<b>ATTORNEY DOCKET NUMBER:</b>	B0660-0106		

CH \$265.00 4091021

<b>NAME OF SUBMITTER:</b>	Evangelline Tsang
<b>SIGNATURE:</b>	/Evangelline Tsang/
<b>DATE SIGNED:</b>	04/04/2014
<b>Total Attachments: 5</b> source=Memorandum and Notice of Security Interest in Intellectual Property#page1.tif source=Memorandum and Notice of Security Interest in Intellectual Property#page2.tif source=Memorandum and Notice of Security Interest in Intellectual Property#page3.tif source=Memorandum and Notice of Security Interest in Intellectual Property#page4.tif source=Memorandum and Notice of Security Interest in Intellectual Property#page5.tif	

**MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY**

**March 31, 2014**

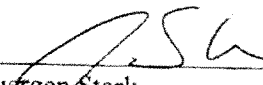
**VOYETRA TURTLE BEACH, INC.**, a Delaware corporation, whose address is 100 Summit Lake Drive, Suite 100, Vahalla, New York 10594 (“Debtor”) hereby acknowledges that it has granted to **BANK OF AMERICA, N.A.**, as Agent whose address is 333 South Hope Street, Suite 1300, Los Angeles, California 92064 (the “Secured Party”), a security interest in and to all of the Debtor’s right, title and interest in and to: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the “Trademarks”), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the “Patents”); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the “Copyrights”), to which such Trademarks, Patents and Copyrights are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Loan, Guaranty and Security Agreement dated as of March 31, 2014 (the “Agreement”), among Debtor, **PARAMETRIC SOUND CORPORATION**, a Nevada corporation (“Parametric”; and together with Debtor, individually “US Borrower,” and individually and collectively, jointly and severally, “US Borrowers”), **TURTLE BEACH EUROPE LIMITED**, a company limited by shares and incorporated in England and Wales with company number 03819186 (“Turtle Beach,” also referred to hereinafter as “UK Borrower”; and together with US Borrowers, individually “Borrower” and individually and collectively, “Borrowers”), **PSC LICENSING CORP.**, a California corporation (“PSC”), **VTB HOLDINGS, INC.**, a Delaware corporation (“VTB”; and together with PSC, individually “US Guarantor,” and individually and collectively, jointly and severally, “US Guarantors”; and together with US Borrowers, individually “UK Guarantor” and individually and collectively, jointly and severally, “UK Guarantors”; UK Guarantors and US Guarantors, individually a “Guarantor,” and individually and collectively, “Guarantors”); the financial institutions party to the Agreement from time to time as lenders (collectively, “Lenders”), and Secured Party as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Signature page to follow.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

**VOYETRA TURTLE BEACH, INC.,**  
a Delaware corporation

By:   
Name: Juergen Stark  
Title: Chief Executive Officer and President

MEMORANDUM AND NOTICE OF SECURITY INTEREST  
IN INTELLECTUAL PROPERTY

**TRADEMARK**  
**REEL: 005251 FRAME: 0841**

EXHIBIT A  
TRADEMARKS

Mark	Source	Serial No.	Registration No.	Registration Date
TURTLE BEACH	USPTO	85353878	4091021	01/24/2012
PLAY LIKE A PRO	USPTO	77131504	3412417	04/15/2008
VOYETRA	USPTO	77128035	3456351	07/1/2008
ALL YOUR EARS ARE BELONG TO US	USPTO	77061404	3370006	01/15/2008
EAR FORCE	USPTO	78588654	3153040	10/10/2006
TURTLE BEACH	USPTO	76380484	2683185	02/04/2003
<i>Design Only</i>	USPTO	76139901	2641785	10/29/2002
AUDIO ADVANTAGE	USPTO	74459228	1924488	10/03/1995
AUDIOSTATION <b>Cross References:</b> AUDIO STATION	USPTO	74423924	1926318	10/10/1995
VOYETRA	USPTO	73409551	1276043	05/01/1984

EXHIBIT B

PATENTS

<b>Issued Patents</b>			
<b>Description</b>	<b>Patent No.</b>	<b>Filing Date</b>	<b>Country</b>
Headphone System for Computer Gaming	8498426	08/17/2009	U.S.

<b>Patent Applications</b>			
<b>Description</b>	<b>Publication No.</b>	<b>Publication Date</b>	<b>Country</b>
Gaming Headset with Programmable Audio Paths	20120014553	01/19/2012	U.S.
Dual-Radio Gaming Headset	20120283015	11/08/2012	U.S.

EXHIBIT C

COPYRIGHTS

None

16042208v1