

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM303845

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	SECURITY INTEREST		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Audio Research Corporation		05/07/2014	CORPORATION: MINNESOTA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Manufacturers and Traders Trust Company		
<b>Street Address:</b>	25 South Charles Street		
<b>Internal Address:</b>	12th Floor		
<b>City:</b>	Baltimore		
<b>State/Country:</b>	MARYLAND		
<b>Postal Code:</b>	21201		
<b>Entity Type:</b>	CORPORATION: NEW YORK		
<b>PROPERTY NUMBERS Total: 6</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	1004442	AUDIO RESEARCH	
<b>Registration Number:</b>	1959958	AUDIO RESEARCH	
<b>Registration Number:</b>	2965136	AUDIO RESEARCH	
<b>Registration Number:</b>	1098429	HIGH DEFINITION	
<b>Registration Number:</b>	1513373	HIGH DEFINITION	
<b>Registration Number:</b>	1906337	THERE IS ONLY ONE REFERENCE	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4048817777		
<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>	404-881-7000		
<b>Email:</b>	betsy.perkins@alston.com		
<b>Correspondent Name:</b>	Laura Kees		
<b>Address Line 1:</b>	1201 W. Peachtree Street		
<b>Address Line 2:</b>	c/o Alston & Bird LLP		
<b>Address Line 4:</b>	Atlanta, GEORGIA 30309-3424		
<b>ATTORNEY DOCKET NUMBER:</b>	052988/439738		
<b>NAME OF SUBMITTER:</b>	Laura Kees		
<b>SIGNATURE:</b>	/Laura Kees/		

OP \$165.00 1004442

<b>DATE SIGNED:</b>	05/07/2014
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**Total Attachments: 5**

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GRANT OF SECURITY INTEREST  
PATENTS AND TRADEMARKS

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FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, AUDIO RESEARCH CORPORATION, a Minnesota corporation (the "Grantor"), with principal offices at 3900 Annapolis Lane North, Plymouth, Minnesota, 55447, on this 7<sup>th</sup> day of May, 2014, assigns and grants to MANUFACTURERS AND TRADERS TRUST COMPANY, as Collateral Agent (together with its successors and assigns, the "Grantee") with principal offices at 25 South Charles Street, 12<sup>th</sup> Floor, Baltimore, Maryland 21201, a security interest in (i) all of the Grantor's right, title and interest in and to the trademarks, trademark registrations, and trademark applications (the "Trademarks") set forth on Schedule A attached hereto and all reissues, extensions or renewals thereof; (ii) all of the Grantor's right, title and interest in and to the patents, and patent applications (the "Patents") set forth on Schedule B attached hereto and all reissues, continuations, continuations-in-part and extensions thereof, in each case together with (iii) all Proceeds (as such term is defined in the Pledge and Security Agreement referred to below) of the Trademarks and Patents, (iv) the goodwill of the businesses with which the Trademarks are associated, and (v) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks and Patents or unfair competition regarding the same.

THIS GRANT OF SECURITY INTEREST (this "Grant"), is made to secure the satisfactory performance and payment of all the "Secured Obligations" of the Grantor, as such term is defined in that certain Pledge and Security Agreement among Grantor, the other grantors from time to time party thereto and the Grantee, dated as of May 7, 2014 (as the same may be amended, restated, supplemented or otherwise modified from time to time, the "Pledge and Security Agreement").

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Pledge and Security Agreement. The rights and remedies of the Grantee with respect to the security interest granted herein are without prejudice to, and are in addition to those set forth in the Pledge and Security Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Pledge and Security Agreement, the provisions of the Pledge and Security Agreement shall govern. This Grant may be executed in counterparts.

[SIGNATURES ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the date referenced above.

**AUDIO RESEARCH CORPORATION**, as  
Grantor

By:   
Name: Giovanni Palacardo  
Title: Treasurer

*Grant of Security Interest  
Patents and Trademarks  
Audio Research Corporation*

**TRADEMARK**  
**REEL: 005275 FRAME: 0687**

## TRADEMARKS

Trademark	Country	Status	Filing Date	App. No.	Reg. No.	Reg. Date
AUDIO RESEARCH	Australia	Registered	17-Sep-04	1020941	1020941	31-Jan-05
AUDIO RESEARCH	Brazil	Registered	20-Sep-04	826913512	826913512	26-Feb-08
AUDIO RESEARCH	Germany	Registered	30-Oct-76	A28666/9WZ	991040	27-Sep-79
AUDIO RESEARCH	Community Trademark	Registered	26-Jun-08	007020019	00702019	20-Apr-09
AUDIO RESEARCH	France	Registered	15-Feb-77	239393	1377993	15-Feb-77
AUDIO RESEARCH	Great Britain	Registered	11-May-89	1383272	1383272	2-Oct-92
AUDIO RESEARCH	Great Britain	Registered	31-Oct-94	2000059	2000059	9-Aug-96
AUDIO RESEARCH	Hong Kong	Registered	18-Mar-04	300180756	300180756	18-Mar-04
AUDIO RESEARCH	India	Registered	21-Jan-08	1643698	1643698	11-Apr-12
AUDIO RESEARCH	Italy	Registered	5-Oct-76	34941C.76	758463	26-Oct-84
AUDIO RESEARCH	Japan	Registered	6-Jan-89	64193	2368059	25-Dec-91
AUDIO RESEARCH	Mexico	Registered	20-Sep-04	677660	882278	25-May-05
AUDIO RESEARCH	Singapore	Registered	17-Sep-04	0415710	0415710	17-Sep-04
AUDIO RESEARCH	Taiwan	Registered	17-Sep-04	93043347	1191822	16-Jan-06
AUDIO RESEARCH	Thailand	Registered	20-Sep-04	566094	228556	20-Sep-04
AUDIO RESEARCH & DESIGN	Turkey	Registered	19-Jul-10	2010/47324	2010/47324	3-Jan-13
AUDIO RESEARCH	Trinidad & Tobago	Registered	12-Jul-95	24302	24302	24-Apr-01
AUDIO RESEARCH	United Arab Emirates	Registered	13-Oct-08	120382	129136	20-Jan-11
AUDIO RESEARCH	United States	Registered	3-Aug-70	72/366882	1004442	11-Feb-75
AUDIO RESEARCH	United States	Registered	5-Oct-94	74/605641	1959958	5-Mar-96
AUDIO RESEARCH	United States	Registered	18-Mar-04	78/386822	2965136	5-Jul-05

Trademark	Country	Status	Filing Date	App. No.	Reg. No.	Reg. Date
AUDIO RESEARCH	South Africa	Registered	17-Sep-04	0416353	0416353	14-Oct-08
HIGH DEFINITION	United States	Registered	11-Apr-77	73/122401	1098429	1-Aug-78
HIGH DEFINITION	United States	Registered	12-May-87	73/660586	1513373	22-Nov-88
THERE IS ONLY ONE REFERENCE	United States	Registered	24-Dec-92	74/343100	1906337	18-Jul-95
AUDIO RESEARCH IN CHINESE CHARACTER S	China P.R.	Registered	17-Jul-08	6844660	6844660	14-Jul-10
AUDIO RESEARCH IN CHINESE CHARACTER S	China P.R.	Filed	27-Nov-13	N		

TRADEMARK APPLICATIONS

None

REGISTERED PATENTS

Title: Decoupled Electrolytic Capacitor (lapsed)

U.S. Patent No.: 5,036,292

Issue Date: 07/30/1991

PATENT APPLICATIONS

None