

**TRADEMARK ASSIGNMENT COVER SHEET**

Electronic Version v1.1  
 Stylesheet Version v1.2

ETAS ID: TM324808

<b>SUBMISSION TYPE:</b>		NEW ASSIGNMENT	
<b>NATURE OF CONVEYANCE:</b>		Bankruptcy	
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Todd-Soundelux, LLC		11/17/2014	LIMITED LIABILITY CALIFORNIA COMPANY
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Sounddogs.com, Inc		
<b>Street Address:</b>	4712 Admiralty Way #497		
<b>City:</b>	Marina Del rey		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	90292		
<b>Entity Type:</b>	CORPORATION: CALIFORNIA		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Serial Number:	75314652	SOUNDELUX	
Serial Number:	75314660	SOUNDELUX	
Serial Number:	75433895	SOUNDELUX	
Serial Number:	75434210	SOUNDELUX	
Serial Number:	75979544	TODD-AO	
<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 using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	714-783-3096		
<b>Email:</b>	lon.steele@gmail.com		
<b>Correspondent Name:</b>	Rob Nokes		
<b>Address Line 1:</b>	2428 3rd st		
<b>Address Line 4:</b>	Santa Monica, CALIFORNIA 90405		
<b>NAME OF SUBMITTER:</b>	Rob Nokes		
<b>SIGNATURE:</b>	/Rob Nokes/		
<b>DATE SIGNED:</b>	12/02/2014		
<b>Total Attachments: 3</b>			
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OP: \$140.00 75314652

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source=Sounddogs Bill of Sale\_executed#page3.tif

BILL OF SALE

For value received, and pursuant to Order of the United States Bankruptcy Court, TODD SOUNDELUX, LLC, a California limited liability company, ("Seller"), hereby sells, assigns and transfers to SOUNDDOGS.COM, INC., a California corporation ("Buyer"), all of Seller's right, title and interest in and to the assets identified in Exhibit "A".

The Assets are purchased by Buyer free and clear of all encumbrances, claims, interests, liens or other restrictions of any kind or nature.

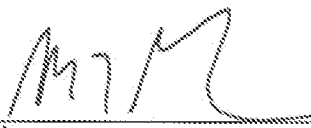
The Assets are sold, assigned, transferred and conveyed to Buyer on an "as is," "where is" basis, with all faults, and without express or implied warranties.

Notwithstanding anything contained in this Bill of Sale or in any related documents or agreements, Buyer is not assuming from Seller any liabilities, claims, costs, expenses, contractual relationships, duties or obligations of Seller, its affiliates or its predecessors-in-interest, whether known or unknown, contingent or otherwise, with the exception of the contracts listed on Exhibit "B" hereto.

IN WITNESS WHEREOF, the undersigned has executed this Bill of Sale effective November 17, 2014.

SELLER:

TODD SOUNDELUX, LLC

By:   
Michael J. Wolf [Printed Name]

Its: VP, Secy [Title of Officer]

EXHIBIT A

ASSETS PURCHASED BY THE SOUNDDOGS.COM, INC.

1. All "Todd Soundelux," "Soundelux" and "Todd AO" logos (and any related trademarks or copyrights);
2. All "Todd Soundelux," "Soundelux" and "Todd AO" websites, all content therein and all web servers applicable thereto, including, without limitation, the following: the [www.Todd-Soundelux.com](http://www.Todd-Soundelux.com) URL, the [www.soundelux.com](http://www.soundelux.com) URL, the [www.toddao.com](http://www.toddao.com) URL and the [www.todd-ao.com](http://www.todd-ao.com) URL;
3. Seller's entire sound effects library commonly known as the "Soundelux Sound Effects Library" that is located on computer servers commonly known as the "Soundelux Server"; and
4. The "Soundelux Sound Effects Library" catalogues that are located in a series of binders in a cabinet at Seller's premises located at 7080 Hollywood Boulevard, Suite 100, Hollywood, California 90028 (including the binders and the cabinet).

EXHIBIT B

CONTRACTS ASSUMED BY SOUNDDOGS.COM, INC.

Soundelux - Licensed from 3rd Parties	Rabbit Ears Audio LLC
Soundelux - Licensed from 3rd Parties	Boom Library GbR
Soundelux - Licensed from 3rd Parties	Soundstorm
Soundelux - Licensed from 3rd Parties	Sounddogs.com
Soundelux -- License Agreement	HissandaRoar* (per agreement with HissandaRoar, the Buyer shall be required to execute a new registration with respect to this agreement only.)