

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM377015

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Williams Sound, LLC		03/16/2016	Limited Liability Company:
RECEIVING PARTY DATA			
Name:	Bell State Bank and Trust		
Street Address:	5500 Wayzata Boulevard		
City:	Minneapolis		
State/Country:	MINNESOTA		
Postal Code:	55436		
Entity Type:	Corporation: NORTH DAKOTA		
PROPERTY NUMBERS Total: 18			
Property Type	Number	Word Mark	
Serial Number:	86516575		
Serial Number:	86515788	W	
Serial Number:	85848971	DIGI-LOOP	
Serial Number:	85213728	DIGI-WAVE	
Serial Number:	76673871	HEARING HELPER	
Serial Number:	86516541	HEARING HOTSPOT	
Serial Number:	77535654	M MOTIVA PERSONAL FM	
Serial Number:	78817806	PERSONAL PA	
Serial Number:	76609392	POCKETALKER	
Serial Number:	85213734	PPA SELECT	
Serial Number:	85923236	PPA SELECTVIEW	
Serial Number:	78817858	SOUNDPLUS	
Serial Number:	77377399	TV TALKER	
Serial Number:	73655607	W	
Serial Number:	74470109	W	
Serial Number:	85554891	W WILLIAMS SOUND HELPING PEOPLE HEAR	
Serial Number:	76609391	WILLIAMS SOUND	
Serial Number:	76609393	WILLIAMS SOUND HELPING PEOPLE HEAR	

CH \$465.00 86516575

CORRESPONDENCE DATA**Fax Number:**

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.

Email: ip@briggs.com**Correspondent Name:** Briggs and Morgan, P.A.**Address Line 1:** 80 S. 8th Street**Address Line 4:** Minneapolis, MINNESOTA 55402

NAME OF SUBMITTER:	Audrey Babcock
SIGNATURE:	/Audrey Babcock/
DATE SIGNED:	03/17/2016

Total Attachments: 6

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

Dated: March 16, 2016

United States Patent and Trademark Office

Ladies and Gentlemen:

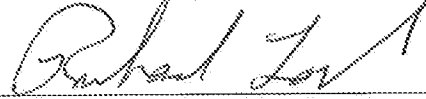
Please be advised that pursuant to a certain Loan and Security Agreement dated as of the date hereof (as the same may hereafter be amended, modified, extended or restated from time to time, the "Loan Agreement") by and among Williams Sound, LLC, a Delaware limited liability company ("Grantor"), Williams Sound Acquisition, LLC, a Delaware limited liability company, Williams Sound Holdings II, LLC, a Delaware limited liability company and Williams Sound International, Inc., a Delaware corporation, and Bell State Bank & Trust, a North Dakota banking corporation (together with its successors and assigns, "Lender"), Grantor has granted to Lender a continuing security interest in and continuing lien upon, among other things, all of Grantor's trademarks and trademark applications, including without limitation those set forth on Exhibit A hereto.

Grantor and Lender hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Loan Agreement, and (ii) is not to be construed as an assignment of any trademark.

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signature page follows]

IN WITNESS WHEREOF, this Notice of Grant of Security Interest in Trademarks has been duly executed by the Debtors as of date first above written.

WILLIAMS SOUND, LLC

By: 

Name: Richard Lough


Title: Chief Financial Officer

[Signature Page 1 to Notice of Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 005752 FRAME: 0951

Acknowledged and accepted:

BELL STATE BANK & TRUST

By:  _____

Name: Seth Hove

Title: Managing Director

[Signature Page 2 to Notice of Grant of Security Interest in Trademark]

TRADEMARK
REEL: 005752 FRAME: 0952

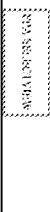







EXHIBIT A

Trademarks

See attached.

Trademarks:

Owner	Trademark	Country	Application Number	Registration Number	Registration Date	Classes	Status
Williams Sound, LLC	 Blue Square Design	United States of America	86516575	N/A	N/A	9	Pending
Williams Sound, LLC	 “curvy” W	United States of America	86515788	N/A	N/A	9	Pending
Williams Sound, LLC	DIGI-LOOP 	United States of America	85848971	4664288	30 Dec 2014	9	Registered
Williams Sound, LLC	DIGI-WAVE 	United States of America	85213728	4006106	2 Aug 2011	9	Registered
Williams Sound, LLC	HEARING HELPER 	United States of America	76673871	3407739	8 Apr 2008	9	Registered
Williams Sound, LLC	HEARING HOTSPOT Design 	United States of America	86516541	N/A	N/A	9	Pending
Williams Sound, LLC	M MOTIVA PERSONAL FM 	United States of America	77535654	3825725	27 Jul 2010	9	Registered
Williams Sound, LLC	PERSONAL PA 	United States of America	78817806	3499129	9 Sep 2008	9, 10	Registered
Williams Sound, LLC	POCKETALKER 	United States of America	76609392	3000476	27 Sep 2005	9	Registered
Williams Sound, LLC	PPA SELECT 	United States of America	85213734	4361761	2 Jul 2013	10	Registered
Williams Sound, LLC	PPA SELECTIVEVIEW	United States of America	85923236	N/A	N/A	9	Pending

Owner	Trademark	Country	Application Number	Registration Number	Registration Date	Classes	Status
Sound, LLC		America					
Williams Sound, LLC		United States of America	78817858	3222082	27 Mar 2007	9	Registered
Williams Sound, LLC		United States of America	77377399	3620373	12 May 2009	9	Registered
Williams Sound, LLC		United States of America	73655607	1467135	1 Dec 1987	9	Registered
Williams Sound, LLC		United States of America	74470109	1880447	28 Feb 1995	9	Registered
Williams Sound, LLC		United States of America	85554891	4256664	11 Dec 2012	9	Registered
Williams Sound, LLC		United States of America	76609391	3061768	28 Feb 2006	9	Registered
Williams Sound, LLC		United States of America	76609393	3061769	28 Feb 2006	9	Registered

TRADEMARK

REEL: 005752 FRAME: 0955

RECORDED: 03/17/2016