

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM427266

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
GENERAL ELECTRIC CAPITAL CORPORATION		08/21/2015	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	ANTARES CAPITAL LP		
Street Address:	500 W. MONROE STREET		
Internal Address:	17TH FLOOR		
City:	CHICAGO		
State/Country:	ILLINOIS		
Postal Code:	60661		
Entity Type:	Limited Partnership: DELAWARE		
PROPERTY NUMBERS Total: 30			
Property Type	Number	Word Mark	
Registration Number:	3000663	VIPER	
Registration Number:	4161182	XTR	
Registration Number:	4602345	SOLOCINEMA STUDIO	
Registration Number:	4344001	D. DEFINITIVE TECHNOLOGY	
Registration Number:	4280674	SOLOCINEMA XTR	
Registration Number:	4276059	I-SONIC	
Registration Number:	4351452	POLK	
Registration Number:	4344046	POLK	
Registration Number:	4272355	POLK	
Registration Number:	4171132	POLKAUDIO MM MOBILE MONITOR	
Registration Number:	4326125	SOUND CYLINDER	
Registration Number:	4314116	SOUND INSPIRES	
Registration Number:	4351511		
Registration Number:	4408364	MUSIC	
Registration Number:	4460210	NUE ERA	
Registration Number:	4456649	HINGE	
Registration Number:	4456622	NUE VOE	
Registration Number:	4456621	BUCKLE	
TRADEMARK			

OP \$765.00 3000663

Property Type	Number	Word Mark
Registration Number:	4172037	CLIFFORD SMARTSTART
Registration Number:	4481962	WOODBOURNE
Registration Number:	4472296	CAMDEN SQUARE
Registration Number:	4390624	THE POWER OF ONE
Registration Number:	5091406	MYAUTOMATE
Registration Number:	4661007	POLK STRIKER
Registration Number:	4530981	POLK 4 SHOT
Registration Number:	4611244	POLK HAMPDEN
Registration Number:	4867453	POLK SMARTBAR
Registration Number:	4519240	MELEE
Registration Number:	4573433	DJ STREAM
Registration Number:	4641903	D. DEFINITIVE TECHNOLOGY CUBE

CORRESPONDENCE DATA

Fax Number: 6175231231

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.

Phone: 6175701443

Email: RBagwell@goodwinlaw.com

Correspondent Name: GOODWIN PROCTER LLP

Address Line 1: 100 Northern Avenue

Address Line 2: Reid Bagwell

Address Line 4: Boston, MASSACHUSETTS 02210

ATTORNEY DOCKET NUMBER: 127739-256364

NAME OF SUBMITTER: Shaleena Alli-Rampersad/Paralegal

SIGNATURE: /Shaleena Alli-Rampersad/

DATE SIGNED: 05/11/2017

Total Attachments: 3

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**ASSIGNMENT OF TRADEMARK
SECURITY AGREEMENT**

This **ASSIGNMENT OF TRADEMARK SECURITY AGREEMENT** (this "Assignment"), dated as of August 21, 2015, is by **GENERAL ELECTRIC CAPITAL CORPORATION** (individually, "GECC"), acting in its capacity as the current and resigning administrative agent (in such capacity, the "Retiring Agent") and **ANTARES CAPITAL LP**, a Delaware limited partnership (individually, "Antares"), acting in its capacity as the successor administrative agent (in such capacity, the "Successor Agent").

RECITALS:

WHEREAS, Viper Borrower Corporation, Viper Holdings Corporation, Viper Acquisition Corporation, DEI Sales, Inc., DEI Holdings, Inc., DEI International, Inc., DEI Headquarters, Inc., Polk Holding Corp., and Polk Audio Inc., each as a "Grantor", and Retiring Agent are parties to that certain Trademark Security Agreement identified in Exhibit A attached hereto (as the same have been and may hereafter be amended, restated, supplemented or otherwise modified from time to time, the "Agreement"), pertaining to the trademarks identified in Exhibit B attached hereto; and

WHEREAS, pursuant to that certain Omnibus Agency Transfer Agreement by and among GECC, as the Retiring Agent, and Antares, as Successor Agent, Retiring Agent has assigned to Successor Agent all of its rights, remedies, duties and other obligations under, among other documents, the Agreement, in each instance, in its capacity as administrative agent and, if applicable, collateral agent.

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Retiring Agent hereby assigns and transfers to Successor Agent and its successors and assigns, all of its rights, title and interest in and to the Agreement.

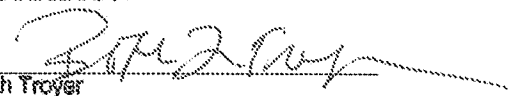
This Assignment may be executed in any number of counterparts, each of which when so executed shall be deemed an original and all of which taken together shall constitute one and the same instrument.

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IN WITNESS WHEREOF, Retiring Agent and Successor Agent have caused this Assignment to be duly executed as of the date first above written.

RETIRING AGENT:

GENERAL ELECTRIC CAPITAL
CORPORATION

By: 
Name: Beth Troyer
Its: Duly Authorized Signatory

SUCCESSOR AGENT:

ANTARES CAPITAL LP

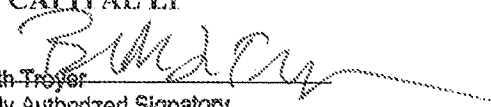
By: 
Name: Beth Troyer
Title: Duly Authorized Signatory

EXHIBIT A

Trademark Security Agreement, dated as of June 21, 2011, by Viper Borrower Corporation, Viper Holdings Corporation, Viper Acquisition Corporation, DEI Sales, Inc., DEI Holdings, Inc., DEI International, Inc., DEI Headquarters, Inc., Polk Holding Corp., and Polk Audio Inc., as Grantors in favor of GECC as US Agent, recorded with the United States Patent and Trademark Office on July 13, 2011 at Reel 4581, Frame 0284, as modified by Affirmation of Trademark Security Interest, dated as of February 28, 2014, by Polk Audio, LLC, BOOM Movement, LLC, Definitive Technology, LLC and Directed, LLC, as Grantors (as assignees of certain trademarks assigned by DEI Headquarters, Inc. and Polk Audio Inc.) in favor of GECC as US Agent, recorded with the United States Patent and Trademark Office on April 8, 2014 at Reel 5254, Frame 0249