05-21-1998

RECORD ET

MRD 5-1-98

100717047

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BTM Capital Corporation, f/k/a BOT Financial Corporation

☐ Individual(s) ☐ Association
☐ General Partnership ☐ Limited Partnership
☒ Corporation – State of Delaware
☐ Other:

Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies)

Name: PNC Bank, National Association

Street Address: Two Tower Center, 8th Floor

City: East Brunswick State: NJ Zip: 08816

☐ Individual(s)
☐ Association
☐ General Partnership
☐ Limited Partnership
☐ Corporation – State of
☒ Other: a national banking association

If assignee is not domiciled in the United States, a domestic representative designation is attached: ☐ Yes ☒ No
(Designations must be a different document from assignments)
Additional name(s) & address(es) attached? ☐ Yes ☒ No

3. Nature of Conveyance:

☐ Assignment ☐ Merger
☒ Security Agreement ☐ Change of Name
The attached document transfers the security agreement dated 9/8/94 to PNC Bank

Execution Date: April 15, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

B. Registration No.(s)
1,186,483; 1,141,555; 1,127,460; 1,408,339; 1,541,933; 1,022,585; 1,794,202

Additional numbers attached? ☐ Yes ☒ No

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5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Chris Wilson

Internal Address:

Street Address: Arnold & Porter

555 Twelfth Street N.W.

City: Washington State: DC ZIP: 20004-1202

6. Total number of applications and patents involved: 7

7. Total fee (37 CFR 3.41).....$ 190.00

☐ Enclosed

☒ Authorized to be charged to deposit account

8. Deposit account number:

01-2510

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Susan E. Hendrickson, Esq. — Name of Person Signing
Susan E. Hendrickson — Signature
April 27, 1998 — Date

Total number of pages including cover sheet, attachments, and document:

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

ASSIGNMENT AND ACCEPTANCE

Reference is made to the Collateral Assignment of Trademarks (the "Collateral Assignment") made as of September 8, 1994, Altec Lansing Technologies, Inc., f/k/a Sparkomatic Corporation, and BTM Capital Corporation, f/k/a BOT Financial Corporation, a Delaware corporation (the "Assignor") and recorded in the U.S. Patent and Trademark Office at Reel 1220 frame 260-272 Capitalized terms used by not defined herein shall have the meanings assigned to such terms in the Collateral Assignment.

The Assignor, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and PNC Bank, National Association, a national banking association (the "Assignee") hereby agree as follows:

1. The Assignor hereby sells and assigns to the Assignee, and the Assignee hereby purchases from the Assignor and assumes, all of the Assignor's rights and obligations under the Collateral Assignment as of the Effective Date (as defined below) including all right, title and interest in and to the Trademarks (including the trademarks listed on Exhibit A and the goodwill associated therewith) acquired under the Collateral Assignment.

2. The Assignee and Assignor agree that the liability of each of them under this Assignment and Acceptance and any other agreement, document, certificate or instrument delivered by either, or under any law applicable to the Collateral Assignment or the assignment thereof, shall be limited as provided in Article IX of the Purchase Agreement entered into as of March 17, 1998, between Assignor and Assignee.

3. The effective date of this Assignment and Acceptance shall be April 15, 1998 (the "Effective Date").

4. This Assignment and Acceptance shall be governed by and construed in accordance with the laws of the Commonwealth of Massachusetts.

5. This Assignment and Acceptance may be executed in any number of counterparts, each of which shall be deemed an original and which together shall constitute one instrument.

IN WITNESS WHEREOF, the Assignor and Assignee have caused this Assignment and Acceptance to be executed and delivered as of the date first above written.

BTM CAPITAL CORPORATION,
Assignor

By: _____
Name: Michael W. Lieber
Title: Executive Vice President

PNC BANK, NATIONAL ASSOCIATION,
Assignee

By: _____
Name: LASZLO HAJDU-NEMETH
Title: SENIOR VICE PRESIDENT

TRADEMARK
REEL: 1728 FRAME: 0230

COMMONWEALTH OF)
MASSACHUSETTS) ss.
COUNTY OF SUFFOLK)

On this 14th day of April, 1998, before me personally appeared _____ to me known, who, being by me duly sworn, declared that he is the Michael W. Lieber of BTM Capital Corporation, the corporation described in and which executed the foregoing instrument; that being duly authorized he did execute the foregoing instrument on behalf of the corporation therein named; and that the foregoing constitutes the free act and deed of said corporation.

Executive Vice President

Notary Public

My commission expires: 7/20/2001

COMMONWEALTH OF)
MASSACHUSETTS) ss.
COUNTY OF SUFFOLK)

On this 14 day of April, 1998, before me personally appeared LASZLO HAJDU-NEMETH me known, who, being by me duly sworn, declared that he is a SENIOR VICE PRESIDENT of PNC Bank, National Association, the corporation described in and which executed the foregoing instrument; that being duly authorized he did execute the foregoing instrument on behalf of the corporation therein named; and that the foregoing constitutes the free act and deed of said corporation.

Notary Public

My commission expires: 02/08/02

EXHIBIT A

Registered in the U.S. Patent and Trademark Offices

Registration No.	Title	Serial No.	Class
1186483	U.S. TM Renewal "Thermotest"	254947	009
1141555	TM Renewal "Sparkomatic"	193971	009, 012
1127460	TM Renewal "Sparkomatic" & Design	167955	009, 014
1408339	The Most Music You Can Fit in a Car"	582910	009
1641933	TM Renewal "System-3"	839352	009
1022585	US TM Renewal Sparkomatic	047281	008, 012
1794202	Essentials	293328	009

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US PATENT & TRADEMARK OFFICE

ARNOLD & PORTER
555 TWELFTH STREET, N.W.
WASHINGTON, D.C. 20004-1202
(202) 942-5000
FACSIMILE: (202) 942-5999

NEW YORK
DENVER
LOS ANGELES
LONDON

April 29, 1998

By First Class Mail

Commissioner for Patents and Trademarks
2900 Crystal Drive
Third Floor Finance Window
Arlington, Virginia 22202-3513
Box ASSIGNMENTS FEE

Dear Sir or Madam:

On behalf of PNC Bank, National Association, I enclose the following documents for filing:

1) Trademark Recordation Form Cover Sheet assigning the security interest on certain trademark rights from BTM Capital Corporation, f/k/a BOT Financial Corporation to PNC Bank, National Association
2) Supporting "Assignment and Acceptance"
3) Stamped return-receipt post-card.

If there are any additional fees due in connection with the filing of these assignment documents, please charge them to Arnold & Porter's deposit account, number 01-2510.

If there are any questions concerning the filing of these documents, please contact the undersigned at 202-942-5285.

Sincerely,

Chris Wilson

Enclosure

I hereby certify that this correspondence is being deposited with the U. S. Postal Service as First Class Mail with sufficient postage in an envelope addressed to the following address on April 29, 1998:

U.S. Patent and Trademark Office
Commissioner for Patents and Trademarks
2900 Crystal Drive
Arlington, VA 22202-3513
Box ASSIGNMENT FEE

Chris Wilson