Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Recoton Corporation		07/07/2003	CORPORATION: NEW YORK
Recoton Audio Corporation		07/07/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Audiovox Electronics Corporation	
Street Address:	150 Marcus Blvd.	
City:	Hauppauge	
State/Country:	NEW YORK	
Postal Code:	11788	
Entity Type:	CORPORATION: DELAWARE	

PROPERTY NUMBERS Total: 17

Property Type	Number
Registration Number:	1976621
Registration Number:	632607
Registration Number:	2622157
Registration Number:	1506971
Registration Number:	2459419
Registration Number:	2312187
Registration Number:	2518081
Registration Number:	2549775
Registration Number:	2304131
Registration Number:	2185236
Registration Number:	1064373

TRADEMARK

REEL: 002687 FRAME: 0777

900001101

Registration Number:	1063779
Registration Number:	1083302
Registration Number:	2111549
Registration Number:	2622216
Registration Number:	2140654
Registration Number:	2674060

CORRESPONDENCE DATA

(516)802-7008 Fax Number:

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

516-802-7007 Phone:

rlevy@levystopol.com Email:

Correspondent Name: Robert S. Levy

Address Line 1: East Tower, 14th Floor, 190 EAB Plaza Address Line 4: Uniondale, NEW YORK 11556-0190

NAME OF SUBMITTER:

Mary Ann Schroder

Total Attachments: 13

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TRADEMARK

REEL: 002687 FRAME: 0778

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

ASSIGNMENT

WHEREAS, Recoton Corporation, a New York corporation and various of its affiliates, as set forth under the caption "Assignors" on the signature pages hereof (collectively, the "Assignors"), own the trademarks, service marks, trade names, logos, designs, trade dress and slogans listed in Exhibit A, including without limitation all applications and registrations therefor and all common law rights therein, and the goodwill and reputation of the businesses connected with and symbolized by such items (the "Marks");

WHEREAS, Audiovox Electronics Corporation, a Delaware corporation ("Assignee"), desires to acquire all of the right, title and interests of Assignors in, to and under the Marks, together with the goodwill of the businesses symbolized by the Marks;

WHEREAS, Assignee is a successor to the portions of the businesses of the Assignors to which the Marks pertain; and

WHEREAS, Assignors and Assignee have entered into a certain Trademark Assignment Agreement dated July \(\frac{1}{2} \), 2003, assigning, among other things, all right, title and interests in and to the Marks and in and to the registrations and/or applications for same from Assignors to Assignee;

Now, Therefore, in consideration of the compensation set forth in the First Amended and Restated Stock and Asset Purchase Agreement dated June 2, 2003, entered into by and between certain of the Assignors and JAX Assets Corporation, a wholly owned subsidiary of Assignee, and other good and valuable consideration paid to Assignors, the receipt and sufficiency of which hereby is acknowledged, each of the Assignors does hereby sell, assign, transfer and convey unto Assignee its entire right, title and interests in and to the Marks, and to the applications and/or registrations for the Marks, together with the goodwill of the business symbolized by the Marks and the portion of the business of such Assignor to which the Marks pertain, including the right to sue and recover for any past infringement thereof.

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IN WITNESS WHEREOF, each Assignor has caused this Assignment to be duly executed by an authorized officer on this $\frac{772}{2}$ day of July, 2003.

ASSIGNORS:

RECOTON CORPORATION

By: Executive

Executive Vice President

Address: 2950 Lake Emma Road, Lake Mary, FL 32746

RECOTON AUDIO CORPORATION

RECOTON HOME AUDIO, INC.

RECOTON MOBILE ELECTRONICS, INC.

RECOTON INTERNATIONAL HOLDINGS, INC.

By:

Title:

Vice President

Address: 2950 Lake Emma Road, Lake Mary, FL 32746

RECOTON CANADA LTD.

By:

Title:

President

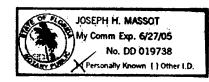
Address: 680 Granite Court, Pickering, Ontario, L1W 3J5, Canada

STATE OF FLORIDA)
) ss.:
COUNTY OF SEMINOLE)

On the 7th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue, Winter Park, Florida, and that he is the Executive Vice President of RECOTON CORPORATION, the corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.

Notary Public

[Notarial Seal]



STATE OF FLORIDA) ss.: COUNTY OF SEMINOLE)

On the 7th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue, Winter Park, Florida, and that he is a Vice President of RECOTON AUDIO CORPORATION, RECOTON HOME AUDIO CORPORATION, RECOTON MOBILE ELECTRONICS, INC., AND RECOTON INTERNATIONAL HOLDINGS, INC., each a corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.

Notary Public

[Notarial Seal]



SSL-DOCS2 70120764v1

STATE OF FLORIDA)
) ss.:
COUNTY OF SEMINOLE)

On the 7th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue, Winter Park, Florida and that he is the President of RECOTON CANADA LTD., the corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.

[Notarial Seal]

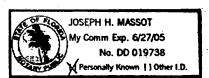


Exhibit A

MARKS

I. TRADEMARKS AND SERVICE MARKS

WHATTAYADEAF?

ADVANCED ACOUSTIC ACCURACY **AMERICAN CLASSICS** ATS & DESIGN **CONVERGENCE** IF IT'S TOO LOUD, YOU'RE TOO OLD INTELLICAR LINEAR RESEARCH MARBL MISC. DESIGN (HANDPRINT) PHASE LINEAR PHASE LINEAR (STYLIZED) **POWERED PARTNERS** QUADRAX STELLAR **TRIAX** WHAT WOULD THE WORLD SOUND LIKE WITHOUT US

II. CORRESPONDING APPLICATIONS & REGISTRATIONS

United States

Mark	Assignor	Application	Registration	[Status]	Int'l Class
Registered Marks:		No.	No.		
ADVANCED ACOUSTIC	Recoton Audio	76/210,005	2,622,157	Registered	9
ACCURACY	Corporation	70/210,003	2,022,137	Registered	9
AMERICAN CLASSICS	Recoton Audio	73/716,357	1,506,971	Registered	9
	Corporation	737710,557	1,500,571	Rogistorou	
ATS & Design	Recoton Audio	75/902,372	2,459,419	Registered	9
5	Corporation			, togistereu	
CONVERGENCE	Recoton Audio	75/251,168	2,312,187	Registered	9
	Corporation			8	
INTELLICAR	Recoton Audio	75/691,704	2,518,081	Registered	9
	Corporation	<u></u>			
LINEAR RESEARCH	Recoton Audio	76/225,066	2,549,775	Registered	9
	Corporation				
MARBL	Recoton Audio	75/583,887	2,304,131	Registered	9
	Corporation				
MISC. DESIGN	Recoton Audio	74/703,661	2,185,236	Registered	9
(Handprint)	Corporation				
PHASE	Recoton Audio	73/098,310	1,064,373	Registered	9
LINEAR	Corporation				
PHASE	Recoton Audio	73/098,309	1,063,779	Registered	9
LINEAR (Stylized)	Corporation				
POWERED PARTNERS	Recoton	74/689,669	1,976,621	Registered	9
	Corporation				
QUADRAX	Recoton Audio	73/129,832	1,083,302	Registered	9
	Corporation				
STELLAR	Recoton Audio	74/711,156	2,111,549	Registered	9
	Corporation				
TRIAX	Recoton	71/698,617	632,607	Registered	9
	Corporation				
WHAT WOULD THE	Recoton Audio	76/257,297	2,622,216	Registered	9
WORLD SOUND LIKE	Corporation				
WITHOUT US	1	1			
WHATTAYADEAF?	Recoton Audio	75/241,487	2,140,654	Registered	9
THE TIME TO STATE OF THE STATE	Corporation				
IF IT'S TOO LOUD		76/243,593	2,674,060	Registered	9
YOU'RE TOO OLD	Corporation				

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POWER OF ATTORNEY

Bach of the undersigned, , Recoton Corporation, a New York corporation, Recoton Audio Corporation, a Delaware corporation, Recoton Mobile Electronics, Inc., a Delaware corporation, Recoton Home Audio, Inc., a California corporation, Recoton International Holdings, Inc., a Delaware corporation, and Recoton Canada Ltd., an Ontario, Canada corporation (each, an "Assignor," and collectively, the "Assignors"), does hereby irrevocably authorize, constitute and appoint the "Attorneys-In Fact" (as hereinafter defined) as the true and lawful attorneys-in-fact and agents for the undersigned and in its name, place and stead, with full power and authority, singly and not jointly with other attorneys-in-fact and agents, (a) to execute, deliver and file (or cause to be executed, delivered and filed) any and all documents and instruments, and (b) to obtain any and all consents, arising out of and/or related to the trademarks, service marks, trade names, trade dress, slogans, logos and designs listed on Exhibit A hereto, and the goodwill associated therewith (collectively, the "Trademarks"), and any domain names (or any other similar or successor address system) containing any of the Trademarks (including, without limitation, those domain names set forth on Exhibit B (the "Domain Names"), throughout the world, in order to:

- (1) effectuate, register, record or otherwise evidence the conveyance of the Trademarks and the Domain Names to Audiovox Electronics Corporation, a Delaware corporation (the "Assignee");
- (2) to perfect Assignee's interest in the Trademarks and the Domain Names;
- (3) to establish, evidence, maintain, defend and/or enforce Assignce's rights in the Trademarks and the Domain Names;
- (4) to prosecute, maintain and protect the Trademarks and the Domain Names, and Assignee's interests in and to such Trademarks and Domain Names, including by administering, owning, maintaining, renewing, prosecuting applications related thereto, and reviewing any office actions by the United States Patent and Trademark Office or any of its counterpart agencies in foreign jurisdictions, or by a domain name registry;
- (5) to monitor and enforce the quality control standards governing the use of the Trademarks and the Domain Names, and engaging in any and all activities necessary, advisable, convenient or incidental to accomplishing the foregoing;
- (6) to bring lawsuits relating to and/or arising out of (i) any infingement or dilution of the Trademark(s), (ii) any unfair competition relating to the Trademarks, and/or Domain Names; and/or (iii) any other apparent violation of Assignee's interests in the Trademarks and/or the Domain Names;
- (7) to defend against any written third-party claim that the Trademarks and/or the Domain Names infringe, dilute or unfairly compete with the intellectual party rights of such third party; and

(8) to register additional top level domain names containing the Trademarks.

As used herein, "Attorneys-In-Fact" mean: (i) Patrick M. Lavelle (and any and all other persons who succeed him as President of JAX Assets Corporation), 150 Marcus Blvd., Hauppauge, NY 11788; (ii) Robert S. Levy, as General Counsel to Audiovox Corporation, 150 Marcus Blvd., Hauppauge, NY 11788; (iii) George A. Dremonas (and any and all other persons who succeed him as Counsel of Legal Operations for Thomson Inc.), 10330 North Meridian Street, Indianapolis, IN 46290; and (iv) C. David Geise (and any and all other person who succeed him as a Vice President of Worldwide Consumer Solutions for Thomson Inc.), 10330 North Meridian Street, Indianapolis, IN 46290.

The right, power and authority granted herein to the Attorneys-In-Fact shall commence and be in full force and effect as of the date indicated below. Each Assignor understands and agrees that such power and authority is coupled with an interest and is therefore irrevocable, and shall not be affected by subsequent disability or incompetence of the undersigned.

DATED as of this $\frac{\mathbf{Y}}{\mathbf{Y}}$ day of July 2003.

RECOTON CORPORATION

Ву:

Title: Executive Vice President

Address: 2950 Lake Emma Road, Lake Mary, FL 32746

RECOTON AUDIO CORPORATION

RECOTON HOME AUDIO, INC.

RECOTON MOBILE ELECTRONICS, INC.

RECOTON INTERNATIONAL HOLDINGS, INC.

By:

Title: Vice President

Address: 2950 Lake Emma Road, Lake Mary, FL 32746

RECOTON CANADA LTD.

By:

Title: President

Address: 680 Granite Court, Pickering, Ontario, L1W 3J5, Canada

On the 8th day of July, 2003, before me personally came Stuart Mont, to me known, who, being by me duly sworn, did depose and say he resides at 333 Victoria Avenue. Winter Park, Florida, and that he is the Executive Vice President of RECOTON CORPORATION, the corporation described in and which executed the above instrument; that he has been authorized to execute said instrument on behalf of said corporation; and that he signed said instrument on behalf of said corporation pursuant to said authority.

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[Notarial Seal]



STATE OF FLORIDA) ss.; COUNTY OF SEMINOLE

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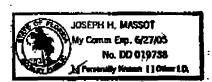
[Notarial Seal]

Joseph H. Massot

STATE OF FLORIDA) ss.: COUNTY OF SEMINOLE)

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[Notarial Seal]



4

Exhibit A

MARKS

I. TRADEMARKS AND SERVICE MARKS

ADVANCED ACOUSTIC ACCURACY
AMERICAN CLASSICS
ATS & DESIGN
CONVERGENCE
IF IT'S TOO LOUD, YOU'RE TOO OLD
INTELLICAR
LINEAR RESEARCH
MARBL
MISC. DESIGN (HANDPRINT)
PHASE LINEAR
PHASE LINEAR
PHASE LINEAR (STYLIZED)
POWERED PARTNERS
QUADRAX
STELLAR
TRIAX

WHATTAYADEAF?

WHAT WOULD THE WORLD SOUND LIKE WITHOUT US

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	Corporation	,	2,200,772	regional	
ATS & Design	Recoton Audio	75/902,372	2,459,419	Registered	9
	Corporation	,	,,,,,,		
CONVERGENCE	Recoton Audio	75/251,168	2,312,187	Registered	9
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	Corporation				
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······································	Corporation				
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	Corporation				
IF IT'S TOO LOUD	, Recoton Audio	76/243,593	2,674,060	Registered	9
YOU'RE TOO OLD	Corporation				

EXHIBIT B

DOMAIN NAMES

phase-linear.com poweredpartners.com poweredpartnersdirect.com recoton-europe.com recotonitalia.com

> TRADEMARK REEL: 002687 FRAME: 0791

RECORDED: 07/23/2003