

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	CORRECTIVE ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	Corrective Assignment to correct the 78/369,077 previously recorded on Reel 003025 Frame 0915. Assignor(s) hereby confirms the Assigns the Entire Interest and the Goodwill.

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Aerielle Group International, Inc.		07/27/2004	CORPORATION:

**RECEIVING PARTY DATA**

<b>Name:</b>	Aerielle, Inc.
<b>Street Address:</b>	625 Ellis Street, Suite 206
<b>City:</b>	Mountain View
<b>State/Country:</b>	CALIFORNIA
<b>Postal Code:</b>	94043
<b>Entity Type:</b>	CORPORATION:

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Serial Number:	78360077	CHANGING THE WAY YOU LISTEN TO AUDIO

**CORRESPONDENCE DATA**

Fax Number: (707)578-3133  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (707) 578-9333  
 Email: cms@js-patentlaw.com  
 Correspondent Name: Craig M. Stainbrook  
 Address Line 1: 3558 Round Barn Blvd Ste 203  
 Address Line 4: Santa Rosa, CALIFORNIA 95403

<b>NAME OF SUBMITTER:</b>	Craig M. Stainbrook
<b>Signature:</b>	/Craig M. Stainbrook/
<b>Date:</b>	08/05/2005

OP \$40.00 78360077

Total Attachments: 5

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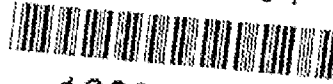
7/30/04

08-03-2004

U.S. DEPARTMENT OF COMMERCE  
U.S. Patent and Trademark Office

Form PTO-1594  
(Rev. 10/02)  
OMB No. 0651-0027 (exp. 6/30/2005)  
Tab settings

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

1. Name of conveying party(ies):  
Aerielle Group International, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

2. Name and address of receiving party(ies)

Name: Aerielle, Inc.  
Internal Address: #605

Street Address: 100 Century Center Court  
City: San Jose State: CA Zip: 95112

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State California
- Other

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

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 06/07/2004

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

A. Trademark Application No.(s) 78/316,680;  
78/316,659; 78/329,160; 78/316,698

B. Trademark Registration No.(s)

Additional number(s) attached  Yes  No

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

Name: Johnson & Stainbrook, LLP  
Internal Address: Suite 203

Street Address: 3558 Round Barn Blvd.

City: Santa Rosa State: CA Zip: 95403

6. Total number of applications and registrations involved: 8

7. Total fee (37 CFR 3.41) \$ 320.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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9. Signature.

Craig M. Stainbrook  
Name of Person Signing

Signature

July 27, 2004  
Date

Total number of pages including cover sheet, attachments, and document: 6

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

Refund Ref: 08/02/2004 ECOMPER 0000137889

CHECK Refund Total: \$105.00

08/02/2004 ECOMPER 00000022 78316680

01 FC:8521 40.00 OP  
02 FC:8522 175.00 OP

TRADEMARK  
REEL: 003135 FRAME: 0759

COPY

CORPORATE TO CORPORATE ASSIGNMENT OF PATENT AND TRADEMARK RIGHTS

WHEREAS, Aerielle Group International, Inc., a corporation existing under the laws of the State of California and having a principal place of business at 10350 Johnson Avenue, Cupertino, California 95014 (hereinafter termed "ASSIGNOR"), is the owner of the patents and patent applications identified in Attachment A (Patent Rights), and the trademarks and trademark applications also identified in Attachment A (Trademark Rights), all of which are registered or pending in the Patent Offices noted;

WHEREAS, Aerielle, Inc., is a corporation existing under the laws of the State of California and has a principal place of business at 100 Century Center Court #605, San Jose, California 95112 (hereinafter "ASSIGNEE");

AND WHEREAS, ASSIGNOR was merged into ASSIGNEE effective March 1, 2004, pursuant to that certain merger document, entitled, "PLAN OF REORGANIZATION AND MERGER AGREEMENT BETWEEN AERIELLE, INC. AND AERIELLE GROUP INTERNATIONAL," filed and recorded with the California Secretary of State on March 1, 2004.

NOW THEREFORE, ASSIGNOR hereby assigns and transfers to ASSIGNEE, to the extent owned by ASSIGNOR all of its right, title and interest in such Patent Rights, including any foreign counterparts, divisions, continuations, or reissues thereof, and in such Trademark Rights, and in and to all Letters Patent and all trademark registrations, and all Convention and Treaty Rights of all kinds, in all countries throughout the world, for all such subject matter, along with the right to sue and recover for past, present, and future patent and/or trademark infringement. Such assignment and transfer to be effective as of 1 March 2004.

IN WITNESS WHEREOF, the said Assignor has executed this instrument on the date of acknowledgment before the Notary Public as given below and delivered this instrument to said Assignee:

Date of Execution: 06-07-04 AERIELLE GROUP INTERNATIONAL, INC.

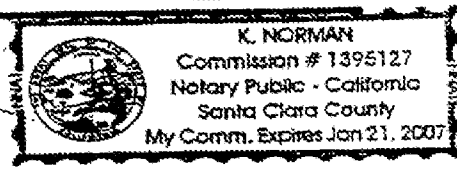
By: [Signature] Arthur L. Cohen, President and CEO  
State of California

County of Santa Clara

On 6-7-04 before me, K. Norman  
personally appeared Arthur L. Cohen, President and CEO of Aerielle Group International, Inc., personally known to me (or proved to me on the basis of satisfactory evidence) to be the personal whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Signature: [Signature] K. Norman



Corporate to Corporate Assignment of Patent and Trademark Rights  
Assignor: Aerielle Group International, Inc.  
Assignee: Aerielle, Inc.  
Effective Date: 1 March 2004

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**ATTACHMENT A****PATENTS AND PATENT APPLICATIONS****SMALL BATTERY OPERATED RF TRANSMITTER FOR PORTABLE AUDIO DEVICES FOR USE WITH HEADPHONES WITH RF RECEIVER**

U.S. Utility Patent No: 5,771,441

Filing Date: 10 April 1996

Issue Date: 23 June 1998

**SMALL BATTERY OPERATED RF TRANSMITTER FOR PORTABLE AUDIO DEVICES FOR USE WITH HEADPHONES WITH RF RECEIVER**

U.S. Utility Patent No: 6,671,494

Filing Date: 18 June 1998

Issue Date: 30 December 2003

**PORTABLE WIRELESS TRANSMITTER**

U.S. Design Patent No. D478,057

Filing Date: 30 January 2002

Issue Date: 5 August 2003

**MINI RADIO FREQUENCY TRANSMITTER**

U.S. Design Patent Appl. Ser. No: 29/194,380

Filing Date: 20 November 2003

Issue Date: NA

**CIRCUIT AND METHOD FOR PROVIDING AN AUTO-OFF CAPABILITY FOR A WIRELESS TRANSMITTER**

U.S. Utility Patent Appl. Ser. No. 10/754,148

Filing Date: 9 January 2004

Priority Date: 9 January 2003

Issue Date: NA

**CIRCUIT AND METHOD FOR PROVIDING AN AUTO-OFF CAPABILITY FOR A WIRELESS TRANSMITTER**

Canadian Patent Appl. Ser. No. TBD

Based on U.S. Prov. Pat. Appl. Ser. No. 60/438,907

Filed: 9 January 2004

Priority Date: 9 January 2003

Issue Date: NA

*Corporate to Corporate Assignment of Patent and Trademark Rights*  
*Assignor: Aerielle Group International, Inc.*  
*Assignee: Aerielle, Inc.*  
*Effective Date: 1 March 2004*

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**CIRCUIT AND METHOD FOR PROVIDING AN AUTO-ON AND/OR AUTO-OFF CAPABILITY  
FOR AN AUDIO DEVICE**

Int'l Pat. Appl. Ser. No. PCT/US04/00452  
Based on U.S. Prov. Pat. Appl. Ser. No. 60/438,905  
Filing Date: 9 January 2004  
Priority Date: 9 January 2003

**HEADPHONE RECEIVER**

U.S. Prov. Pat. Appl. Ser. No. 60/535,682  
Filing Date: 8 January 2004

**TRADEMARKS**

**AERIELLE** (word only - U.S.)  
U.S. Appl. Filing Date: 21 October 2003  
Appl. Ser. No: 78/316,680

**AUDIOBUG** (word only - U.S.)  
U.S. Appl. Filing Date: 21 October 2003  
Appl. Ser. No: 78/316,659

**AUDIOBUG** (composite, word and design - U.S.)  
U.S. Appl. Filing Date: 17 November 2003  
Appl. Ser. No: 78/329,160

**PHONEBUG** (word only - U.S.)  
U.S. Appl. Filing Date: 21 October 2003  
Appl. Ser. No: 78/316,698

**TIMELESSRADIO** (word only - U.S.)  
U.S. Appl. Filing Date: 21 October 2003  
Appl. Ser. No: 78/316,714  
**Misc Design (BUG)** (design mark - U.S.)  
U.S. Appl. Filing Date: 17 November 2003  
Appl. Ser. No: 78/329,172

**CHANGING THE WAY YOU LISTEN TO AUDIO** (word only - U.S.)  
U.S. Appl. Filing Date: 30 January 2004

*Corporate to Corporate Assignment of Patent and Trademark Rights*  
*Assignor: Aerielle Group International, Inc.*  
*Assignee: Aerielle, Inc.*  
*Effective Date: 1 March 2004*

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Appl. Ser. No: 78/369,077

**AUDIO. NO STRINGS ATTACHED** (word only - U.S.)

U.S. Appl. Filing Date: 30 January 2004

Appl. Ser. No: 78/360,062

*Corporate to Corporate Assignment of Patent and Trademark Rights  
Assignor: Aerielle Group International, Inc.  
Assignee: Aerielle, Inc.  
Effective Date: 1 March 2004*

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