

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):
INTERACTIVE ISLAND SUPPLIES, INC.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation- State: New York
 Other _____

Citizenship (see guidelines) _____

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies) Yes
Additional names, addresses, or citizenship attached? No

Name: North American Audio Management, Inc.
Internal
Address: _____
Street Address: 85 Kinderkamack Road
City: Emerson
State: New Jersey
Country: USA Zip: 07630

Association Citizenship _____
 General Partnership Citizenship _____
 Limited Partnership Citizenship _____
 Corporation Citizenship New Jersey
 Other _____ Citizenship _____

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)

3. Nature of conveyance)/Execution Date(s) :

Execution Date(s) December 5, 2005

Assignment Merger
 Security Agreement Change of Name
 Other _____

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)
2,309,271
2,403,354

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):
MTS (Reg. No. 2,309,271) MILLENNIUM THEATER SYSTEM (Reg. No. 2,403,354)

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

Name: Carella Byrne Bain Gilfillan Cecchi Stewart & O'lst
Internal Address: G. Glennon Troublefield
Street Address: 6 Becker Farm Road
City: Roseland
State: NJ Zip: 07068
Phone Number: (973) 994-1700
Fax Number: (973) 994-1744
Email Address: gtroublefield@carellabyrne.com

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

Authorized to be charged by credit card
 Authorized to be charged to deposit account
 Enclosed

8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 030678
Authorized User Name G. Glennon Troublefield

9. Signature:  _____ December 12, 2005

Signature Date

G. Glennon Troublefield Total number of pages including cover sheet, attachments, and document: 3
Name of Person Signing

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

CH \$65.00 030678 2309271

ASSIGNMENT

WHEREAS, INTERACTIVE ISLAND SUPPLIES, INC., a New York corporation, having a former principal place of business at 100 C, East Jefryn Boulevard, Deep Park, New York 11729, (hereinafter "Assignor"), is presently identified on the Principal Register of the United States Patent and Trademark Office as the record owner of all right, title and interest in and to Trademark Registration Nos. 2,309,271 for the word mark MTS, having a registration date of January 18, 2000, and 2,403,354 for the word mark MILLENNIUM THEATER SYSTEM, having registration date of November 14, 2000 (collectively the "Property");

WHEREAS, use of the Property, and its associated good will, continued after the dissolution of INTERACTIVE ISLAND SUPPLIES, INC. in or about 2002, by and through Theodore Nicols, the last known president and shareholder of INTERACTIVE ISLAND SUPPLIES, INC., through newly formed business entities which he owned; and

WHEREAS, NORTH AMERICAN AUDIO MANAGEMENT, INC., a New Jersey corporation, having a principal place of business at 85 Kinderkamack Road, Emerson, New Jersey 07630 (hereinafter "Assignee"), through Theodore Nicols, who has continued to use the Property as aforesaid, is now desirous of acquiring all of the entire right, title and interest in and to the Property, together with the good will of the business appurtenant thereto and symbolized thereby; and

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged by Assignor, and intending to be legally

bound hereby, said Assignor does hereby assign, sell, transfer, set over and quit claim unto said Assignee the full extent of its worldwide right, title and interest in and to the Property, and all registrations therefor, together with all the good will of the business symbolized by the Property, including all the rights Assignor has to sue for and collect damages and other recoveries for past infringement thereof.

And for the consideration aforesaid, Assignor agrees that it will, upon request, execute and deliver to Assignee any and all additional papers and generally do all other and further lawful acts deemed necessary by said Assignee to carry out the terms of this Agreement.

Executed this 5 day of December, 2005.

SUPPLIES, INC. INTERACTIVE ISLAND

Theodore Nicols

BY:
Theodore Nicols, President

STATE OF NEW JERSEY)
) SS:
COUNTY OF ESSEX)

The foregoing instrument was acknowledged before me this 5 day of December, 2005, by Theodore Nicols, who is the last known President and sole shareholder of Interactive Island Supplies, Inc., on behalf of the aforesaid corporate entity.

My Commission expires: DORIAN CAMPO
A Notary Public Of New Jersey
My Commission Expires 07/28/2007

(Notary Seal) Dorian Campo