

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM328687

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER AND CHANGE OF NAME		
EFFECTIVE DATE:	09/30/2014		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
JVC AMERICAS CORP		09/30/2014	CORPORATION: DELAWARE
NEWLY MERGED ENTITY DATA			
Name	Execution Date	Entity Type	
KENWOOD U.S.A. Corporation	09/30/2014	CORPORATION: CALIFORNIA	
MERGED ENTITY'S NEW NAME (RECEIVING PARTY)			
Name:	JVCKENWOOD USA Corp.		
Street Address:	2201 East Dominguez Street		
City:	Long Beach		
State/Country:	CALIFORNIA		
Postal Code:	90810		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	4059458	KABOOM!	
CORRESPONDENCE DATA			
Fax Number:			
<i>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.</i>			
Phone:	2128121437		
Email:	davidkmitnick@gmail.com		
Correspondent Name:	David K Mitnick		
Address Line 1:	175 Varick Street		
Address Line 4:	New York, NEW YORK 10014		
NAME OF SUBMITTER:	David Mitnick		
SIGNATURE:	/David Mitnick/		
DATE SIGNED:	01/12/2015		

OP \$40.00 4059458

Total Attachments: 5

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Secretary of State
State of California
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SEP 30 2014

Agreement of Merger

This Agreement of Merger is entered into between Kenwood U.S.A. Corporation, a California corporation (herein "Surviving Corporation"), and JVC Americas Corp., a Delaware corporation (herein "Merging Corporation").

Effective as of the Effective Date (as defined below):

1. Merging Corporation shall be merged with and into Surviving Corporation (the "Merger"). Upon the effectiveness of the Merger, the name of the Surviving Corporation shall be amended to be "JVCKENWOOD USA Corporation".
2. All shares of Merging Corporation outstanding immediately prior to the Merger shall be canceled without consideration.
3. All outstanding shares of Surviving Corporation shall remain outstanding and shall not be affected by the Merger.
4. The Articles of Incorporation of Kenwood U.S.A. Corporation as in effect immediately prior to the Merger shall be the Articles of Incorporation of the Surviving Corporation, except that Article One shall be amended to read in its entirety as follows:

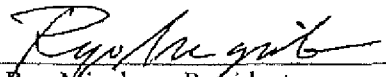
"One: The name of this corporation is JVCKENWOOD USA Corporation."
5. Merging Corporation shall from time to time, as and when requested by Surviving Corporation, execute and deliver all such documents and instruments and take all such action necessary or desirable to evidence or carry out the Merger.
6. The effect of the Merger is as prescribed by law.
7. The effective date of the Merger shall be September 30, 2014 (the "Effective Date").


[Remainder of the page intentionally left blank; signature page follows]

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IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement of Merger.

KENWOOD U.S.A. CORPORATION

By: 
Ryo Mizuhara, President

By: 
Joseph Glassett, Secretary

JVC AMERICAS CORP.

By: 
Osamu Muranka, President

By: 
Harvey D. Mitnick, Secretary

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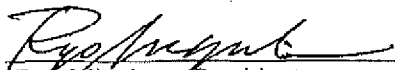
**Certificate of Approval
of
Agreement of Merger**

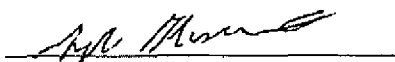
Ryo Mizuhara and Joseph Glassett certify that:

1. They are the President and the Secretary, respectively, of Kenwood U.S.A. Corporation, a California corporation (the "Corporation").
2. The principal terms of the Agreement of Merger in the form attached were unanimously approved by the board of directors and by the sole shareholder of the Corporation.
3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares, and the number of shares outstanding entitled to vote on the merger is 946,000.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct to our own knowledge.

Date: September 30, 2014

By: 
Ryo Mizuhara, President

By: 
Joseph Glassett, Secretary

A0761158

**Certificate of Approval
of
Agreement of Merger**

Osamu Muraoka and Harvey D. Mitnick certify that:

1. They are the President and the Secretary, respectively, of JVC Americas Corp., a Delaware corporation (the "Corporation").
2. The principal terms of the Agreement of Merger in the form attached were unanimously approved by the board of directors and by the sole shareholder of the Corporation.
3. The shareholder approval was by the holder of 100% of the outstanding shares of the Corporation.
4. There is only one class of shares, and the number of shares outstanding entitled to vote on the merger is 1,371,000.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct to our own knowledge.

Date: September 30, 2014

By: 
Osamu Muraoka, President

By: 
Harvey D. Mitnick, Secretary



I hereby certify that the foregoing
transcript of _____ (page(s))
is a full, true and correct copy of the
original record in the custody of the
California Secretary of State's office.

OCT 17 2014 *mkk*

Date: _____

Debra Bowen

DEBRA BOWEN, Secretary of State