

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM348954

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Turtle Beach Corporation	FORMERLY Parametric Sound Corporation	07/22/2015	CORPORATION: NEVADA
RECEIVING PARTY DATA			
Name:	CRYSTAL FINANCIAL LLC, AS AGENT		
Street Address:	Two International Place		
Internal Address:	17th floor		
City:	Boston		
State/Country:	MASSACHUSETTS		
Postal Code:	02110		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 8			
Property Type	Number	Word Mark	
Registration Number:	4419218	HYPER SOUND	
Registration Number:	4194247	HYPERSONIC	
Registration Number:	2444637	HSS	
Serial Number:	86644224	HEAR EVERY WORD	
Serial Number:	86651857	HEAR EVERY WORD	
Serial Number:	86625684	HYPER SOUND CLEAR	
Serial Number:	86631204	HYPER SOUND CLEAR	
Serial Number:	86649793	HYPERFIT	
CORRESPONDENCE DATA			
Fax Number:	6179518736		
<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:	617-951-8000		
Email:	eileen.sullivan@morganlewis.com		
Correspondent Name:	Eileen M. Sullivan		
Address Line 1:	Morgan, Lewis & Bockius LLP		
Address Line 2:	1 Federal Street		
Address Line 4:	Boston, MASSACHUSETTS 02110		

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ATTORNEY DOCKET NUMBER:	TBC TMKS
NAME OF SUBMITTER:	Eileen Sullivan
SIGNATURE:	/eileen sullivan/
DATE SIGNED:	07/22/2015
Total Attachments: 9 source=TBC Security Interest#page1.tif source=TBC Security Interest#page2.tif source=TBC Security Interest#page3.tif source=TBC Security Interest#page4.tif source=TBC Security Interest#page5.tif source=TBC Security Interest#page6.tif source=TBC Security Interest#page7.tif source=TBC Security Interest#page8.tif source=TBC Security Interest#page9.tif	

**MEMORANDUM AND NOTICE OF SECURITY INTEREST
IN INTELLECTUAL PROPERTY**

July 22, 2015

TURTLE BEACH CORPORATION, a Nevada corporation, formerly known as Parametric Sound Corporation, whose address is 12220 Scripps Summit Drive, Suite 100, San Diego, CA 92131 (“Debtor”) hereby acknowledges that it has granted to **CRYSTAL FINANCIAL LLC**, as Agent (as defined in the Agreement referred to below) whose address is Two International Place, 17th Floor, Boston, MA, 02110 (the “Secured Party”), a security interest in and to all of the Debtor’s right, title and interest in and to all Intellectual Property (as defined in the Agreement referred to below) except for (i) any “intent to use” trademark or service mark applications for which a statement of use or amendment to allege use has not been filed and accepted by the United States Patent and Trademark Office (but only until such statement of use or amendment to allege use is filed and accepted by the United States Patent and Trademark Office) and (ii) any Excluded Asset (as defined in the Agreement referred to below), including, without limitation: (a) the trademarks and trademark registrations and applications therefor which are identified on Exhibit A attached hereto and herein incorporated by this reference owned by Debtor (the “Trademarks”), together with the goodwill and assets of the business; (b) the patents and patent applications which are identified on Exhibit B attached hereto and herein incorporated by this reference owned by Debtor (the “Patents”); and (c) the copyright registrations which are identified on Exhibit C attached hereto and herein incorporated by this reference owned by Debtor (the “Copyrights”), to which such Trademarks, Patents and Copyrights are appurtenant and all actions for infringement concerning the foregoing.

The terms and conditions of the aforementioned security interest are contained in that certain Term Loan, Guaranty and Security Agreement dated as of July 22, 2015 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “Agreement,” terms used herein but otherwise not defined herein shall have the meanings ascribed to such terms in the Agreement) among Debtor, **VOYETRA TURTLE BEACH, INC.**, a Delaware corporation (“Voyetra”; and together with Debtor, individually “US Borrower,” and individually and collectively, jointly and severally, “US Borrowers”), **TURTLE BEACH EUROPE LIMITED**, a company limited by shares and incorporated in England and Wales with company number 03819186 (“Turtle Beach,” also referred to hereinafter as “UK Borrower”; and together with US Borrowers, individually “Borrower” and individually and collectively, “Borrowers”), **VTB HOLDINGS, INC.**, a Delaware corporation (“VTB”; and together with any other Person that becomes a US Guarantor after the Closing Date, individually “US Guarantor,” and individually and collectively, jointly and severally, “US Guarantors”; and together with US Borrowers, individually “UK Guarantor” and individually and collectively, jointly and severally, “UK Guarantors”; UK Guarantors and US Guarantors, individually a “Guarantor,” and individually and collectively, “Guarantors”); Crystal Financial SPV LLC and the other lenders party to the Agreement from time to time (collectively, “Lenders”), and Secured Party as security for the Obligations as set forth in the Agreement and other agreements referred to therein. Nothing contained in this Memorandum and Notice of Security Interest in Intellectual Property shall be construed as a present or absolute assignment of any of the collateral nor as limiting any interest which Secured Party may have in any other collateral described in the Agreement or otherwise.

[Signature Page Follows.]

IN WITNESS WHEREOF, the undersigned has duly executed this document as of the date first written above.

**TURTLE BEACH CORPORATION (FORMERLY
KNOWN AS PARAMETRIC SOUND
CORPORATION),**
a Nevada corporation

By: _____

Name: Juergen Stark

Title: Chief Executive Officer and President

EXHIBIT A

Registered Trademarks

Trademark	Owner	Registration No.	Registration Date	Source
HYPERSOUND	Turtle Beach Corporation	4,419,218	10/15/2013	USA
HYPERSOUND	Turtle Beach Corporation	TMA860,279	9/17/2013	Canada
HYPERSOUND	Turtle Beach Corporation	40-993383	9/5/2013	Republic of Korea
HYPERSOUND	Parametric Sound Corporation	11239629	12/14/2013	China
HYPERSONIC	Turtle Beach Corporation	4,194,247	10/15/2013	USA
HSS	Turtle Beach Corporation	2,444,637	4/17/2001	USA

Pending Trademark Applications

Trademark	Owner	Application No.	Application Date	Country
HEAR EVERY WORD	Turtle Beach Corporation	86/644,224	5/28/2015	USA
HEAR EVERY WORD	Turtle Beach Corporation	86/651,857	6/4/2015	USA
HYPERSOUND CLEAR	Turtle Beach Corporation	86/625,684	5/11/2015	USA
HYPERSOUND CLEAR	Turtle Beach Corporation	86/631,204	5/15/2015	USA
HYPERFIT	Turtle Beach Corporation	86/649,793	6/3/2015	USA

EXHIBIT B

Issued Patents

Patent	Owner	Registration No.	Registration Date	Country
Parametric Transducer Systems and Related Methods	Turtle Beach Corporation	8,391,514	3/5/2013	USA
Modulator - Amplifier	Turtle Beach Corporation	7,109,789	9/19/2006	USA
Method of Adjusting Linear Parameters of a Parametric Ultrasonic Signal to reduce non-Linearities in Decoupled Audio Output Waves and System Including Same	Turtle Beach Corporation	7,564,981	7/21/2009	USA
Audio Distortion Correction for a Parametric Reproduction System (Dynamic Distortion Reduction)	Turtle Beach Corporation	8,275,137	9/25/2012	USA
Parametric Virtual Speaker and Surround Sound System	Turtle Beach Corporation	6,577,738	6/10/2003	USA
Parametric Virtual Speaker and Surround Sound System	Turtle Beach Corporation	7,298,853	11/20/2007	USA
Method and Apparatus for Eliminating Audio Feedback	Turtle Beach Corporation	6,466,674	10/15/2002	USA
Piezoelectric Film Ultrasonic Emitter	Turtle Beach Corporation	6,011,855	1/4/2000	USA
Piezoelectric Film Sonic Emitter	Turtle Beach Corporation	7,376,236	5/20/2008	USA
Piezoelectric Film Sonic Emitter	Turtle Beach Corporation	6,606,389	8/12/2003	USA
Parametric Ring Emitter	Turtle Beach Corporation	7,088,830	8/8/2006	USA
Magnetic Film Ultrasonic Emitter	Turtle Beach Corporation	6,151,398	11/21/2000	USA
Resonant Tuned, Ultrasonic Electrostatic Emitter	Turtle Beach Corporation	6,044,160	3/28/2000	USA
Horn Array Emitter	Turtle Beach Corporation	6,925,187	8/2/2005	USA
Sonic Emitter with Foam Stator	Turtle Beach Corporation	6,304,662	10/16/2001	USA
Modulator Processing for a Parametric Loudspeaker System	Turtle Beach Corporation	6,584,205	6/24/2003	USA
Parametric Audio System for Operation in a Saturated Air Medium	Turtle Beach Corporation	7,596,229	9/29/2009	USA
Modulator Processing for a Parametric Loudspeaker	Turtle Beach Corporation	7,162,042	1/9/2007	USA

Patent	Owner	Registration No.	Registration Date	Country
Modulator Processing System For A Parametric Speaker System	Turtle Beach Corporation	7,729,498	6/1/2010	USA
Parametric Loudspeaker with Improved Phase Characteristics	Turtle Beach Corporation	6,850,623	2/1/2005	USA
Parametric Loudspeaker with Improved Phase Characteristics	Turtle Beach Corporation	8,199,931	6/12/2012	USA
Signal Derived Bias Supply for Electrostatic Loudspeakers	Turtle Beach Corporation	6,628,791	9/30/2003	USA
Power Amplification for Parametric Loudspeakers	Turtle Beach Corporation	7,319,763	1/15/2008	USA
Pre-encoded Signals for Playback though a Parametric Loudspeaker System	Turtle Beach Corporation	7,343,017	3/11/2008	USA
Parametric Transducer and Related Methods	Turtle Beach Corporation	9,002,043	4/7/2015	USA
Parametric Transducer and Related Methods	Turtle Beach Corporation	8,718,297	5/6/2014	USA
Transparent Parametric Emitter	Turtle Beach Corporation	8,976,997	3/10/2015	USA
Hearing Enhancement System and Methods	Turtle Beach Corporation	8,929,575	1/6/2015	USA
Video Gaming System with Ultrasonic Speakers	Turtle Beach Corporation	8,903,104	12/2/2014	USA
Low Profile Parametric Transducers and Related Methods	Turtle Beach Corporation	8,934,650	1/13/2015	USA
Self-Bias Emitter Circuit	Turtle Beach Corporation	8,988,911	3/24/2015	USA
Parametric Transducer Systems and Related Methods	Turtle Beach Corporation	8,767,979	7/1/2014	USA
Substantially Planate Parametric Emitter and Associated Methods	Turtle Beach Corporation	8,983,098	3/17/2015	USA
Parametric Transducers and Related Methods	Turtle Beach Corporation	8,958,580	2/17/2015	USA
Amplification System, Carrier Tracking Systems and Related Methods for Use in Parametric Sound Systems	Turtle Beach Corporation	9,036,831	5/19/2015	USA
Parametric Signal Processing Systems and Methods	Turtle Beach Corporation	9,002,032	4/7/2015	USA
Parametric Transducers and Related Methods	Turtle Beach Corporation	8,903,116	12/2/2014	USA
Dynamic Carrier System for Parametric Arrays	Turtle Beach Corporation	4,249,615	9/3/2002	Japan
Modulator Amplifier	Turtle Beach Corporation	4,301,956	1/21/2003	Japan

Pending Patent Applications

Patent	Owner	Application No.	Application Date	Country
Transparent Parametric Transducer and Related Methods	Turtle Beach Corporation	14/056,878	10/17/2013	USA
Tunable Inductive Device for Parametric Audio Systems and Related Methods	Turtle Beach Corporation	14/035,789	9/24/2013	USA
Personal Audio System and Method	Turtle Beach Corporation	14/026,286	09/13/2013	USA
Multi-Dimensional Parametric Audio System and Method	Turtle Beach Corporation	13/969,292	8/16/2013	USA
Assisted Listening Systems	Turtle Beach Corporation	13/917,273	6/2013	USA
Video Gaming System with Ultrasonic Emitters	Turtle Beach Corporation	13/863,971	4/2013	USA
Improved Parametric Transducer Microphone System	Turtle Beach Corporation	14/618,866	2/10/2015	USA
Ultrasonic Intrusion Deterrence Apparatus and Methods	Turtle Beach Corporation	14/627,864	2/20/2015	USA
Parametric Transducer Including Visual Indicia and Related Methods	Turtle Beach Corporation	14/337,431	7/22/2014	USA
Improved Parametric Transducer with Adaptive Carrier Amplitude	Turtle Beach Corporation	14/518,258	10/20/2014	USA
Parametric Emitter System with Noise Cancellation	Turtle Beach Corporation	14/511,517	10/10/2014	USA
Directionally Controllable Parametric Emitter	Turtle Beach Corporation	14/519,413	10/21/2014	USA
Dynamic Location Determination for a Directionally Controllable Parametric Emitter	Turtle Beach Corporation	14/519,534	10/21/2014	USA
Magnetostrictive Parametric Transducer	Turtle Beach Corporation	14/510,908	10/9/2014	USA
Ultrasonic Emitter System with an Integrated Emitter and Amplifier	Turtle Beach Corporation	14/510,940	10/9/2014	USA
Parametric Transducer Headphones	Turtle Beach Corporation	14/464,178	8/20/2014	USA
Distance-Based Audio Processing for Parametric Speaker System	Turtle Beach Corporation	14/465,764	8/21/2014	USA
Error Correction for Ultrasonic Audio Systems	Turtle Beach Corporation	14/566,592	12/10/2014	USA
Ultrasonic Filter for Microphone	Turtle Beach Corporation	14/614,774	2/5/2015	USA

Patent	Owner	Application No.	Application Date	Country
Multi-Dimensional Parametric Audio System and Method	Turtle Beach Corporation	14/457,588	8/12/2014	USA
Adaptive Equalization for an Ultrasonic Audio System	Turtle Beach Corporation	14/533,435	11/5/2014	USA
Transparent Parametric Emitter	Turtle Beach Corporation	14/604,565	1/23/2015	USA
Parametric In-Ear Impedance Matching Device	Turtle Beach Corporation	14/645,353	3/11/2015	USA
Parametric Transducer with Graphene Conductive Surface	Turtle Beach Corporation	14/511,566	10/10/2014	USA
Parametric In-Ear Impedance Matching Device	Turtle Beach Corporation	14/695,043	4/23/2015	USA
Parametric Transducer Headphones	Turtle Beach Corporation	14/545,351	4/27/2015	USA
Amplification System, Carrier Tracking Systems and Related Methods for use in Parametric Sound Systems	Turtle Beach Corporation	20140044283	02/13/2014	USA
Parametric Transducer System and Related Methods	Turtle Beach Corporation	20130322657	12/05/2013	USA
Multi-Dimensional Parametric Audio System and Method	Turtle Beach Corporation	20140050325	02/20/2014	USA
Video Gaming System with Ultrasonic Emitters	Turtle Beach Corporation	3308-35944.PCT	2/26/2014	PCT
Substantially Planate Parametric Emitter and Assembly Methods	Turtle Beach Corporation	3308-004.PCT	2/26/2014	PCT
Improved Parametric Signal Processing and Emitter Systems and Related Methods	Turtle Beach Corporation	3308-006.PCT	6/14/2011	PCT
Multi-Dimensional Parametric Audio System and Method	Turtle Beach Corporation	PCT/US2013/055444	8/16/2013	PCT
Improved Parametric Transducer and Related Methods	Turtle Beach Corporation	PCT/US2014/017412	2/20/2014	PCT
Improved Parametric Transducer and Related Methods	Turtle Beach Corporation	PCT/US2014/062736	10/28/2014	PCT
Assistive Listening System	Turtle Beach Corporation	3308-35942 PCT	6/13/2013	PCT
Self-Bias Emitter Circuit	Turtle Beach Corporation	3308-35943 PCT	6/13/2013	PCT
Video Gaming System with Ultrasonic Speakers	Turtle Beach Corporation	3308-35944 PCT	4/16/2013	PCT
Hearing Enhancement Systems and Methods	Turtle Beach Corporation	PCT/US2014/016551	2/14/2014	PCT
Transparent Parametric Transducer and Related Methods	Turtle Beach Corporation	PCT/US2014/060763	10/15/2014	PCT
Tunable Inductive Device for	Turtle Beach	PCT/US2014/057270	9/24/2014	PCT

Patent	Owner	Application No.	Application Date	Country
Parametric Audio Systems and Related Methods	Corporation			
Ultrasonic Intrusion Deterrence Apparatus and Methods	Turtle Beach Corporation	PCT/US2015/016936	2/20/2015	PCT
Improved Parametric Transducer with Adaptive Carrier Amplitude	Turtle Beach Corporation	PCT/US2014/061417	10/20/2014	PCT
Parametric Emitter System with Noise Cancellation	Turtle Beach Corporation	PCT/US2014/060173	10/10/2014	PCT
Directionally Controllable Parametric Emitter	Turtle Beach Corporation	PCT/US2014/061615	10/21/2014	PCT
Dynamic Location Determination for a Directionally Controllable Parametric Emitter	Turtle Beach Corporation	PCT/US2014/061619	10/21/2014	PCT
Improved Parametric Transducer with Graphene Conductive Surface	Turtle Beach Corporation	PCT/US2014/060158	10/10/2014	PCT
Ultrasonic Emitter System with an Integrated Emitter and Amplifier	Turtle Beach Corporation	PCT/US2014/059968	10/9/2014	PCT
Multi-Dimensional Parametric Audio System and Method	Turtle Beach Corporation	PCT/US2014/050759	8/12/2014	PCT

EXHIBIT C
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None.

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RECORDED: 07/22/2015

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