

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM429267

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	GRANT OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
D&M HOLDINGS INC.		05/26/2017	Corporation: JAPAN
RECEIVING PARTY DATA			
Name:	SOUND UNITED, LLC		
Street Address:	One Viper Way		
City:	Vista		
State/Country:	CALIFORNIA		
Postal Code:	92081		
Entity Type:	Limited Liability Company: DELAWARE		
PROPERTY NUMBERS Total: 26			
Property Type	Number	Word Mark	
Registration Number:	0762235	MARANTZ	
Registration Number:	1035966	DENON	
Registration Number:	1048902	DENON	
Registration Number:	1521593	DENON	
Registration Number:	1538024	MARANTZ	
Registration Number:	1857222	MARANTZ	
Registration Number:	2176147	DENON	
Registration Number:	2851763		
Registration Number:	2908018	DENON LINK	
Registration Number:	3507218	HDAM	
Registration Number:	4313784		
Registration Number:	4321612	EXERCISE FREAK	
Registration Number:	4317848	MUSIC MANIAC	
Registration Number:	4325092	SOUNDS LIKE YOU	
Registration Number:	4400832	URBAN RAVER	
Registration Number:	4310118	GLOBE CRUISER	
Registration Number:	4431477	CEOL PICCOLO	
Registration Number:	4756918	HEOS	
Registration Number:	4728922	H	

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Property Type	Number	Word Mark
Registration Number:	4728977	H
Registration Number:	4818833	HEOS
Registration Number:	4740507	ENVAYA
Registration Number:	4948264	ALL ZONE STEREO
Registration Number:	4511552	CONSOLETTTE
Serial Number:	87220270	DENON
Serial Number:	87220261	MARANTZ

CORRESPONDENCE DATA

Fax Number: 2125935955

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.

Phone: (212) 756-2132

Email: scott.kareff@srz.com

Correspondent Name: Scott Kareff

Address Line 1: Schulte Roth & Zabel, 919 Third Avenue

Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	014951.1693
NAME OF SUBMITTER:	Scott Kareff
SIGNATURE:	/RS for SK/
DATE SIGNED:	05/30/2017

Total Attachments: 4

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GRANT OF SECURITY INTEREST

TRADEMARKS

This GRANT OF SECURITY INTEREST, dated as of May 26, 2017, is executed by D&M Holdings Inc., a Japanese *kabushiki kaisha* (the “Grantor”) in favor of Sound United, LLC (“Lender”).

A. Pursuant to that certain amended and restated promissory note by and between Grantor and Lender for the principal sum of \$50,903,076 dated as of March 31, 2017 (the “Note”), the Lender agreed to extend loans and other financial accommodations to Grantor upon the terms and subject to the conditions set forth therein.

B. Grantor has adopted, used and is using the trademarks, more particularly described on Schedule 1-A annexed hereto and made a part hereof, which trademarks are registered in the United States Patent and Trademark Office (collectively, the “Trademarks”).

C. Grantor and other entities party thereto from time to time have entered into a Security Agreement (Intellectual Property) dated as of May 24, 2017 (as amended, restated, supplemented or otherwise modified from time to time, the “Security Agreement”) in favor of Lender.

D. Pursuant to the Security Agreement, Grantor has granted to Lender a security interest in all right, title and interest of Grantor in and to the Trademarks, together with the goodwill of the business symbolized by the Trademarks and the customer lists and records related to the Trademarks and the applications and registrations thereof, and all proceeds thereof, including any and all causes of action which may exist by reason of infringement thereof (the “Collateral”), to secure the payment, performance and observance of the Secured Obligations, as defined in the Security Agreement.

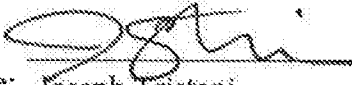
NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Grantor does hereby further grant to Lender a security interest in the Collateral to secure the prompt payment, performance and observance of the Secured Obligations.

Grantor does hereby further acknowledge and affirm that the rights and remedies of Lender with respect to the security interest in the Collateral granted hereby are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein.

IN WITNESS WHEREOF, the Grantor has caused this Grant of Security Interest to be executed as of the day and year first above written.

GRANTOR

D&M Holdings Inc.,
a Japanese *kabushiki kaisha*

By: 
Name: Joseph Tristani
Title: Director

**SCHEDULE 1-A TO GRANT OF SECURITY INTEREST
TRADEMARKS AND TRADEMARK APPLICATIONS**

A. Trademark Registrations:

Owner	Trademark	Application No.	Registration No.
D&M Holdings Inc.	MARANTZ	72/164256	762235
D&M Holdings Inc.	DENON	72/466583	1035966
D&M Holdings Inc.	DENON	73/057454	1048902
D&M Holdings Inc.	DENON	73/682015	1521593
D&M Holdings Inc.	MARANTZ	73/748388	1538024
D&M Holdings Inc.	marantz (new logo)	74/801675	1857222
D&M Holdings Inc.	DENON	75/198232	2176147
D&M Holdings Inc.	【Figure】DENON DJ Mark	76/492938	2851763
D&M Holdings Inc.	【Figure】DENON LINK Mark	76/561713	2908018
D&M Holdings Inc.	HDAM	77/247002	3507218
D&M Holdings Inc.	【Figure】Engine Logo Mark	85/362675	4313784
D&M Holdings Inc.	Exercise Freak	85/375760	4321612
D&M Holdings Inc.	Music Maniac	85/376552	4317848
D&M Holdings Inc.	Sounds Like You	85/376575	4325092
D&M Holdings Inc.	Urban Raver	85/491136	4400832
D&M Holdings Inc.	Globe Cruiser	85/492457	4310118
D&M Holdings Inc.	CEOL piccolo	85/837682	4431477
D&M Holdings Inc.	HEOS	86/169610	4,756,918
D&M Holdings Inc.	HEOS logo	86/206755	4,728,922
D&M Holdings Inc.	HEOS logo	86/223639	4,728,977
D&M Holdings Inc.	HEOS	86/223539	4,818,833
D&M Holdings Inc.	ENVAYA	86/230741	4740507
D&M Holdings Inc.	All Zone Stereo	86/751100	4948264
D&M Holdings Inc.	COCOON	79/107111	4362716
D&M Holdings Inc.	CONSOLETTE	85/700123	4511552

B. Pending Trademark Applications:

Owner	Trademark	Application No.
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Owner	Trademark	Application No.
D&M Holdings Inc.	DENON	87/220270
D&M Holdings Inc.	MARANTZ	87/220261