


Client Code: KSCIL007CP2

RECORDATION FORM COVER SHEET
PATENTS ONLY

To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p>1. William A. McCarty 2. Yadir Rodriguez</p> <p>Additional name(s) of conveying party(ies) attached? () Yes (X) No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: KSC Industries, Inc. Internal Address: Street Address: 8653 Avenida Costa Norte City: San Diego State: CA ZIP: 92154</p> <p>Additional name(s) of receiving party(ies) attached? () Yes (X) No</p>
<p>3. Nature of conveyance:</p> <p>(X) Assignment () Security Agreement () Merger () Change of Name () Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures)</p> <p>1. July 7, 2004 2. July 7, 2004</p>	<p>4. Application number(s) or Patent number(s):</p> <p>(X) Patent Application No.: 10/783,718 Filing Date: February 20, 2004</p> <p>Additional numbers attached? () Yes (X) No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Name: James F. Herkenhoff KNOBBE MARTENS OLSON & BEAR LLP 2040 Main Street Fourteenth Floor Irvine, CA 92614 Customer No. 20,995 Return Fax: (949) 760-9502 Attorney's Docket No.: KSCIL007CP2</p>	<p>6. Total number of applications and patents involved: 1</p> <p>7. Total fee (37 CFR 1.21(h)): \$40 (X) Authorized to be charged to deposit account</p> <p>8. Deposit account number: 11-1410 Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>
<p>9. Statement and signature.</p> <p>To the best of my knowledge and belief, the foregoing information is true and correct, and any attached copy is a true copy of the original document.</p> <p><u>James F. Herkenhoff</u> Name of Person Signing</p> <p> Signature</p> <p><u>7/13/04</u> Date</p> <p><u>51,241</u> Registration No.</p> <p>Total number of pages including cover sheet, attachments and document: 3</p>	

CH \$40.00 111410 10783718

Documents transmitted via Facsimile to be recorded with required cover sheet information to:

Mail Stop Assignment Recordation Services
Director, U.S. Patent and Trade mark Office
P.O. Box 1450
Alexandria, VA 22313-1450
Facsimile Number: (703) 506-5995

Application No.: 10/783,718
Filing Date: February 20, 2004

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ASSIGNMENT

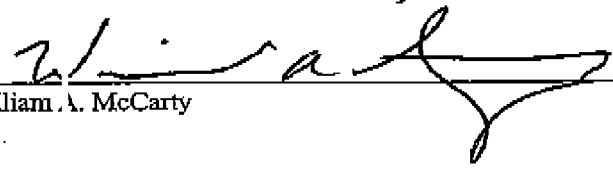
WHEREAS, We, William A. McCarty, a U.S. citizen, residing at 5835 Highplace Drive, San Diego, California 92120, and Yadir Rodriguez, a Mexican citizen, residing at 1630 Big Dipper Way, San Ysidro, California 92173, have invented certain new and useful improvements in a **WIRED, WIRELESS, INFRARED, AND POWERLINE AUDIO ENTERTAINMENT SYSTEMS** for which we have filed an application for Letters Patent in the United States;

AND WHEREAS, KSC Industries, Inc. (hereinafter "ASSIGNEE"), a California corporation, with its principal place of business at 8653 Avenida Costa Norte, San Diego, California 92154, desires to acquire the entire right, title, and interest in and to the said improvements and the said Application:

NOW, THEREFORE, in consideration of the sum of One Dollar (\$1.00) to us in hand paid, and other good and valuable consideration, the receipt of which is hereby acknowledged, we, the said inventors, do hereby acknowledge that we have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said ASSIGNEE, its successors, legal representatives and assigns, the entire right, title, and interest throughout the world in, to and under the said improvements, and the said application and all provisional applications relating thereto, and all divisions, renewals and continuations thereof, and all Letters Patent of the United States which may be granted thereon and all reissues and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent which may hereafter be filed for said improvements in any country or countries foreign to the United States, and all Letters Patent which may be granted for said improvements in any country or countries foreign to the United States and all extensions, renewals and reissues thereof; and we hereby authorize and request the Commissioner of Patents of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patent for said improvements to the said ASSIGNEE, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we will communicate to the said ASSIGNEE, its successors, legal representatives and assigns, any facts known to us respecting said improvements, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing and reissue applications make all rightful oaths and generally do everything possible to aid the said ASSIGNEE, its successors, legal representatives and assigns, to obtain and enforce proper patent protection for said improvements in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 7th day of July, 2004.



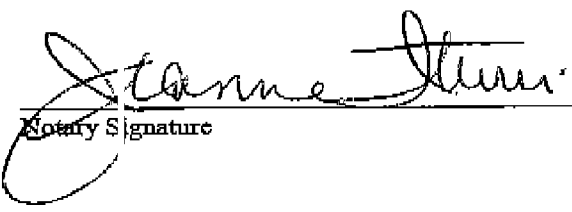
William A. McCarty

STATE OF CALIFORNIA }
COUNTY OF SAN DIEGO } ss.

On July 7, 2004 before me, Jeanne Turri, personally appeared William A. McCarty personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose name is subscribed to the within instrument, and acknowledged to me that they executed the same in his authorized capacity, and that by his 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.

[SEAL]



Notary Signature



Application No.: Unknown
Filing Date: Herewith

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IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 7 day of July, 2004.

[Signature]
Yadir Rodriguez

STATE OF CALIFORNIA }
COUNTY OF SAN DIEGO } ss.

On July 7, 2004, before me, Jeanne Iturri, personally appeared Yadir Rodriguez personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the same in his authorized capacity, and that by his 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.

[SEAL]

[Signature]
Notary Signature



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