

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

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| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Release of Security Interest |
| CONVEYING PARTY DATA | |
| Name | Execution Date |
| Finova Capital Corporation | 11/30/2001 |
| RECEIVING PARTY DATA | |
| Name: | Directed Electronics, Inc.(successor in Interest to Phaze Audio LLC) |
| Street Address: | One Viper Way |
| City: | Vista |
| State/Country: | CALIFORNIA |
| Postal Code: | 92083 |
| Name: | ADS Acquisitions, Inc. |
| Street Address: | 9235 S. McKemy St. |
| City: | Tempe |
| State/Country: | ARIZONA |
| Postal Code: | 85284 |
| PROPERTY NUMBERS Total: 1 | |
| Property Type | Number |
| Patent Number: | 6097829 |
| CORRESPONDENCE DATA | |
| Fax Number: | (602)445-8643 |
| <i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i> | |
| Phone: | 602 445 8382 |
| Email: | stearnss@gtlaw.com |
| Correspondent Name: | Susan Daly Stearns |
| Address Line 1: | 2375 E. Camelback Road, Suite 700 |
| Address Line 4: | Phoenix, ARIZONA 85016 |
| NAME OF SUBMITTER: | Susan Daly Stearns |

CH \$40.00 6097829

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PATENT
REEL: 015293 FRAME: 0117

Total Attachments: 10

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RELEASE AGREEMENT

This RELEASE AGREEMENT (the "Agreement") is made and entered into as of the 30th day of November, 2001, by and among (i) Directed Electronics, Inc., a California corporation ("DEI"), (ii) Orion Industries, Inc., ADS Acquisition, Inc., and Analog and Digital Systems, Inc. (collectively the "Operating Subsidiaries"), (iii) ADS Technologies, Inc. ("Parent" and collectively with the Operating Subsidiaries, the "Company"), and (iv) FINOVA Capital Corporation ("FINOVA").

Recitals

- A. DEI desires to purchase substantially all of the assets of the Company.
- B. Wells Fargo Business Credit, Inc., a Minnesota corporation ("WFBCI"), in its individual capacity and in its capacity as servicing agent for Wells Fargo Bank Minnesota, N.A., formerly known as "Norwest Bank Minnesota, N.A." (the "Bank" and collectively with WFBCI, "Wells Fargo"), is the senior secured lender to the Operating Subsidiaries and has a perfected, first priority security interest in substantially all of their assets.
- C. By separate agreement (the "Asset Purchase Agreement"), Wells Fargo is selling to DEI substantially all of the assets of the Operating Subsidiaries pursuant to a UCC foreclosure sale.
- D. FINOVA holds a security interest in certain of the Company's assets and is a party to a subordination agreement with Wells Fargo.
- E. DEI desires to ensure that its use of the assets of the Operating Subsidiaries acquired from Wells Fargo pursuant to the Asset Purchase Agreement is not adversely impacted by possible co-mingling of assets among Parent and the Operating Subsidiaries and/or the interests of Wells Fargo and FINOVA in any of such assets.

Agreement

NOW, THEREFORE, in consideration of the premises and of the mutual covenants contained herein, the parties agree as follows:

1. Parent Waiver of Claim in Sale Assets. Subject to the "Closing" under the Asset Purchase Agreement (the "Closing"), Parent hereby conveys, transfers and delivers to Directed Audio, Inc., a newly formed Florida corporation and wholly owned subsidiary of DEI, all of Parent's right, title and interest in and to all of its tangible and intangible assets except (i) any cash and cash equivalents held by it, (ii) outstanding capital stock of each of the Operating Subsidiaries, and (iii) Parent's corporate minute book and stock records.
2. FINOVA Release of Obligations and Security Interests in Company Assets. Subject to the Closing and the agreements of DEI and the Company set forth in Section 3 hereof, FINOVA hereby releases and discharges the Company in full from all of its obligations to FINOVA and FINOVA's security interests in the Company's assets and, upon the reasonable request and at the expenses of DEI, agrees to execute and deliver to DEI UCC-3 termination statements and/or other appropriate releases of all security interests and liens it may hold in the Company's assets; provided, however, that in no event is FINOVA releasing the guaranty executed by Wayne Shive in favor of FINOVA.
3. DEI and Company Release of Claims and Agreement to Dispose of Collateral.
 - (a) Subject to the Closing, and except for the covenants in this Agreement and the Asset Purchase Agreement, each of Parent, the Operating Subsidiaries and DEI hereby severally releases and discharges FINOVA from and against all actions, causes, covenants, damages, claims and demands whatsoever, in law or equity, which any of such parties ever had, now has or which any such person may

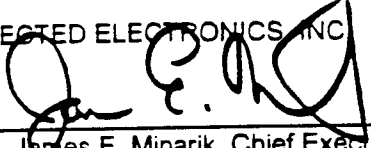
have against FINOVA based upon, arising in connection with or resulting from the Company's borrowing arrangements with FINOVA and the security interests held by FINOVA in certain Company assets (the "Collateral").

(b) Subject to the Closing and the covenants of Wells Fargo in the Asset Purchase Agreement, DEI hereby agrees to take responsibility for the disposition of all Collateral and indemnify and hold harmless FINOVA from all claims, damages and/or costs associated therewith.

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EXECUTED as of the date first written above.

DIRECTED ELECTRONICS, INC.

By: 
James E. Minarik, Chief Executive Officer

ADS TECHNOLOGIES, INC.

By: _____
Kurian Jacob, President

ORION INDUSTRIES, INC.

By: _____
Kurian Jacob, President

ADS ACQUISITIONS, INC.

By: _____
Kurian Jacob, President

ANALOG AND DIGITAL SYSTEMS, INC.

By: _____
Kurian Jacob, President

FINOVA CAPITAL CORPORATION

By: _____
Name: Ron Bornstein
Title: _____

ACKNOWLEDGED THIS 30th DAY OF
NOVEMBER, 2001:

MCA FINANCIAL GROUP, LTD.,
as the Receiver appointed pursuant to the
Stipulated Order Appointing Receiver,
dated October 24, 2001

By: _____
Morris A. Aaron, President

EXECUTED as of the date first written above.

DIRECTED ELECTRONICS, INC.

By: _____
James E. Minarik, Chief Executive Officer

ADS TECHNOLOGIES, INC.

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Kurtan Jacob, President

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Kurian Jacob, President

ANALOG AND DIGITAL SYSTEMS, INC.

By: _____
Kurian Jacob, President

FINOVA CAPITAL CORPORATION

By: *Ron Bornstein*
Name: Ron Bornstein
Title: *Vice President*

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have against FINOVA based upon, arising in connection with or resulting from the Company's borrowing arrangements with FINOVA and the security interests held by FINOVA in certain Company assets (the "Collateral").

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By: _____

Kurian Jacob, President

FINOVA CAPITAL CORPORATION

By: _____

Name: Ron Bornstein

Title: _____

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