

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Lien Release

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Foothill Capital Corporation		06/27/1994	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA	
Name:	Rockford Corporation
Street Address:	600 S. Rockford Dr.
City:	Tempe
State/Country:	ARIZONA
Postal Code:	85251
Entity Type:	CORPORATION: ARIZONA

PROPERTY NUMBERS Total: 1		
Property Type	Number	Word Mark
Registration Number:	1695594	BOOMER

CORRESPONDENCE DATA

Fax Number: (602)452-0961
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 602-257-7708
 Email: dzachar@steptoe.com
 Correspondent Name: Steptoe & Johnson LLP
 Address Line 1: 201 E. Washington St.
 Address Line 2: Suite 1600
 Address Line 4: Phoenix, ARIZONA 85004

NAME OF SUBMITTER:	Dianne Zachar
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Total Attachments: 4
 source=Foothill release#page1.tif
 source=Foothill release#page2.tif
 source=Foothill release#page3.tif
 source=Foothill release#page4.tif

OP \$40.00 1695594

REORDER FROM
Registered, Inc.
514 MERCE ST.
P.O. BOX 218
PHOENIX, AZ 85001
(602) 425-1713

Approved by The Secretary of State of Arizona, Rev. 10/90

FORM RECEIVED
SECRETARY OF STATE
T.M.H.

JUN 27 1 55 PM '94

[Handwritten initials]

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Return copy or recorded original to:
FOOTHILL CAPITAL CORPORATION
11111 Santa Monica Boulevard
Suite 1500
Los Angeles, CA 90025-3333
Attn: Loan Security Department (BS)

**ARIZONA UNIFORM COMMERCIAL CODE
FINANCING STATEMENT CHANGE — Form UCC-2**

This Statement is presented for filing (recording) pursuant to the Arizona Uniform Commercial Code.

1. Debtor(s) (last name first and address):

ROCKFORD CORPORATION
613 South Rockford Drive
Tempe, AZ 85281

2. Secured Party(ies) and address:

FOOTHILL CAPITAL CORPORATION
11111 Santa Monica Boulevard
Suite 1500
Los Angeles, CA 90025-3333

3. This Statement refers to original Financing Statement File No. 694521 Docket _____ Page _____
Filed (recorded) with Secretary of State, AZ Date filed (recorded) 2-7-92, 1992

- 5. CONTINUATION. The Financing Statement described above is continued.
- TERMINATION STATEMENT — The Financing Statement described above is terminated.
- ASSIGNMENT. The interest of the Secured Party under the Financing Statement described above has been assigned to the Assignee whose name and address appear below.
- AMENDMENT. The Financing Statement described above is amended as set forth below.
- PARTIAL RELEASE. The Secured Party releases the collateral described below from the Financing Statement described above.

5.

06-27-94	2:05PM		
UCC1 FS			
UCC1	3.00		
06-27101#2R6985		UCC1 FS	3.00
SHORT NON ACD			
	-1.00		
TOTAL	2.00		
		CHECK	2.00
		1 2R6985	

Dated: May 19, 1994
FOOTHILL CAPITAL CORPORATION
By: [Signature]
Signature of Secured Party or Assignee of Record

SIGNATURE(S) OF DEBTOR(S)
(Required only on Amendments)

FILING COPY

Approved by The Secretary of State of Arizona, Rev. 10/90

FORM UCC-1

FILED
↓ Space below used by filing office ↓
8:00 A.M.
ARIZONA

6303

694521 FEB-7 92

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SECRETARY OF STATE

Return copy or recorded original to:
FOOTHILL CAPITAL CORPORATION
11111 Santa Monica Blvd., #1500
Los Angeles, CA 90025-3333
Attn: Documentation Dept.

ARIZONA UNIFORM COMMERCIAL CODE
FINANCING STATEMENT — Form UCC-1
This FINANCING STATEMENT is presented for filing
(recording) pursuant to the Arizona Uniform Commercial
Code.

1. Debtor(s) (last name first and address):

ROCKFORD CORPORATION
613 South Rockford Drive
Tempe, AZ 85281
Fed I.D.#86-0394353 (continued)

2. Secured Party(ies) and address:

FOOTHILL CAPITAL CORPORATION
11111 Santa Monica Blvd., #1500
Los Angeles, CA 90025-3333
Fed I.D.#95-2689288

3. Name and Address of Assignee of Secured Party(ies):

4. If checked, products of collateral are also covered

5. This Financing Statement covers the following types (or items) of property:
All of the Debtor's now owned and existing and hereafter acquired and arising accounts, equipment, inventory, chattel paper, general intangibles, instruments, and documents, wheresoever located, as more fully described on Exhibit "A" attached hereto and incorporated herein by this reference.

6. If the collateral is crops, the crops are growing or to be grown on the following described real estate:

Filed w/Arizona Sec. of State

7. If the collateral is (a) goods which are or are to become fixtures; (b) timber to be cut; or (c) minerals or the like (including oil and gas), or accounts resulting from the sale thereof at the wellhead or minehead to which the security interest attaches upon extraction, the legal description of the real estate concerned is:

And, this Financing Statement is to be recorded in the office where a mortgage on such real estate would be recorded. If the Debtor does not have an interest of record, the name of a record owner is:

8. This Financing Statement is signed by the Secured Party instead of the debtor to perfect or continue perfection of a security interest in

- collateral already subject to a security interest in jurisdiction when it was brought into this state.
- proceeds of collateral because of a change in type of use

- collateral as to which the filing has lapsed or will lapse
- collateral acquired after a change of name, identity, or corporate structure of the Debtor

ROCKFORD CORPORATION

By:

[Signature] 1/24/92

Executive V.P.

DEBTOR OR OTHER PARTY TO WHOM SECURITY INTEREST IS GRANTED

(Use whenever applicable)

Dated January 21, 1992

FOOTHILL CAPITAL CORPORATION

By:

[Signature]

SIGNATURE OF SECURED PARTY OR ASSIGNEE

TRADEMARK

REEL: 002761 FRAME: 0501

EXHIBIT "A"

DEBTOR: ROCKFORD CORPORATION

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SECURED PARTY: FOOTHILL CAPITAL CORPORATION

ITEM 5 (continued) Collateral Description:

All of Debtor's:

a. presently existing and hereafter arising accounts, contract rights, and all other forms of obligations owing to Debtor arising out of the sale or lease of goods or the rendition of services by Debtor, whether or not earned by performance, and any and all credit insurance, guaranties, and other security therefor, as well as all merchandise returned to or reclaimed by Debtor and Debtor's Books relating to any of the foregoing (collectively "Accounts");

b. present and future general intangibles and other personal property (including choses or things in action, goodwill, patents, trade names, trademarks, servicemarks, copyrights, blueprints, drawings, purchase orders, customer lists, monies due or recoverable from pension funds, route lists, monies due under any royalty or licensing agreements, infringements, claims, computer programs, computer discs, computer tapes, literature, reports, catalogs deposit accounts, insurance premium rebates, tax refunds, and tax refund claims) other than goods and Accounts, and Debtor's Books relating to any of the foregoing (collectively "General Intangibles");

c. present and future letters of credit, notes, drafts, instruments, documents, leases, and chattel paper, and Debtor's Books relating to any of the foregoing (collectively "Negotiable Collateral");

d. present and future inventory in which Debtor has any interest, including goods held for sale or lease or to be furnished under a contract of service and all of Debtor's present and future raw materials, work in process, finished goods, and packing and shipping materials, wherever located, and any documents of title representing any of the above, and Debtor's Books relating to any of the foregoing (collectively "Inventory");

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e. present and hereafter acquired machinery, machine tools motors equipment furniture, furnishings, fixtures, vehicles (including motor vehicles and trailers), tools, parts, dies, jigs, goods (other than consumer goods or farm products), and any interest in any of the foregoing, and all attachments, accessories, accessions, replacements, substitutions, additions, and improvements to any of the foregoing, wherever located (collectively "Equipment");

f. books and records including: ledgers; records indicating, summarizing, or evidencing Debtor's assets or liabilities, or the collateral; all information relating to Debtor's business operations or financial condition; and all computer programs, disc or tape files, printouts, funds, or other computer prepared information, and the equipment containing such information (collectively "Debtor's Books") and

g. substitutions, replacements, additions, accessions, proceeds, pro products to or of any of the foregoing, including, but not limited to, proceeds of insurance covering any of the foregoing, or any portion thereof, and any and all Accounts, General Intangibles, Negotiable Collateral, Inventory, Equipment, money, deposit accounts, or other tangible or intangible property resulting from the sale or other disposition of the accounts, general Intangibles, Negotiable Collateral, Inventory, Equipment, or any portion thereof or interest therein and the proceeds thereof.

Include the following trade styles of Debtor;

Rockford Pro; Rockford Fosgate; Hasler; Perfect Interface; Acoustat;
Carbonneau *ACT*

Federal Tax I.D. Number of Debtor: 86-0394353

Include the following additional addresses of Debtor:

- | | | |
|--|--|---------------------------------------|
| 613 S. Rockford Drive
Tempe, AZ 85281 | 653 S. Rockford Drive
Tempe, AZ 85281 | 2055 E. 5th Street
Tempe, AZ 85281 |
| 617 S. Rockford Drive
Tempe, AZ 85281 | 628 S. River Street
Tempe, AZ 85281 | 600 Wester
Grand Rapids, MI |
| 2354 W. University Apt.
Tempe, AZ 85281 | 636 S. River Street
Tempe, AZ 85281 | 609 Myrtle N.W.
Grand Rapids, MI |
| 644 S. River Street
Tempe, AZ 85281 | 640 S. River Street
Tempe, AZ 85281 | |
| 648 S. River Street
Tempe, AZ 85281 | 2075 E. 5th Street
Tempe, AZ 85281 | |

Please
Initial
Here *JAC*

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