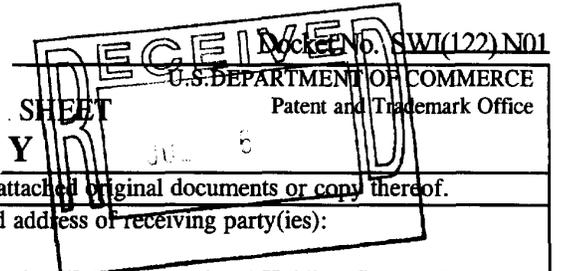


07-15-1998



100765504



FORM PTO-1594 (Rev. 10-96) 7-6-98 OMB No. 0651-0011 (exp. 4/94)

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Security World International
[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation-State of Delaware
[] Other
Additional name(s) of conveying party(ies) attached? [] Yes [X] No
3. Nature of conveyance:
[] Assignment [] Merger
[] Security Agreement [X] Change of Name
[] Other
Execution Date: April 23, 1998

2. Name and address of receiving party(ies):
Name: Security World International Holding Corporation
Internal Address:
Street Address: 32 West State Street
City Sharon State PA ZIP 16146
[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation-State Delaware
[] Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [] No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? [] Yes [X] No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) See attachment 1
Additional numbers attached? [X] Yes [] No

B. Trademark registration No.(s) See attachment 2

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: ROBERT V. VICKERS
Internal Address:
Street Address: VICKERS, DANIELS & YOUNG
2000 TERMINAL TOWER
CLEVELAND, OHIO 44113-2235
07/14/1998 JSHABAZZ 00000061 622097

6. Total number of applications and registrations involved: 5
7. Total fee(37 CFR 3.41):.....\$ 140.00
[X] Enclosed
[X] You are authorized to charge our deposit account for any additional fee required.
8. Deposit account number: 22-0347
A duplicate copy of this form is attached

01 FC:481 40.00 OP
02 FC:482 100.00 OP

DO NOT USE THIS SPACE

9. Statement and signature.
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.
ROBERT V. VICKERS
Name of Person Signing
Signature
Date 6/29/98
Total number of pages including cover sheet, attachments, and document: 6

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents and Trademarks
Box Assignments
Washington, D.C. 20231

TRADEMARK
REEL: 1753 FRAME: 0544

ATTACHMENT 1

<u>TRADEMARK</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>	<u>DOCKET</u>
S.W.A.T.	622,097	01/17/95	SWI-9819
MAKING YOUR WORLD A SAFER PLACE	457,748	03/27/98	SWI-1987

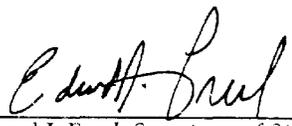
ATTACHMENT 2

<u>TRADEMARK</u>	<u>REG. NO.</u>	<u>REG. DATE</u>	<u>DOCKET</u>
THE S.W.A.T. SHOP	1,500,886	08/16/88	SWI-1615
SECURITY WORLD INTERNATIONAL (LOGO)	1,952,729	01/30/96	SWI-9751
SECURITY WORLD	1,988,960	07/23/96	SWI-9510

State of Delaware
Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SECURITY WORLD INTERNATIONAL, INC.", CHANGING ITS NAME FROM "SECURITY WORLD INTERNATIONAL, INC." TO "SECURITY WORLD INTERNATIONAL HOLDING CORPORATION", FILED IN THIS OFFICE ON THE TWENTY-THIRD DAY OF APRIL, A.D. 1998, AT 9 O'CLOCK A.M.





Edward J. Freel, Secretary of State

2390733 8100

981209373

AUTHENTICATION: 9118721

DATE: 06-04-98

TRADEMARK

REEL: 1753 FRAME: 0547

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
SECURITY WORLD INTERNATIONAL, INC.

SECURITY WORLD INTERNATIONAL, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

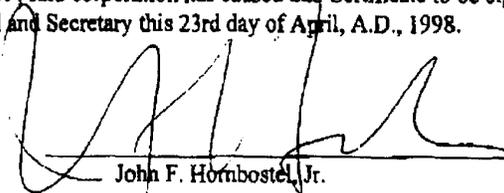
FIRST: That the Directors of said corporation, by unanimous consent, adopted the following resolution:

RESOLVED that the Certificate of Incorporation of the Corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended said Article shall be and read as follows:

"FIRST. The name of the corporation is SECURITY WORLD INTERNATIONAL HOLDING CORPORATION."

"SECOND. That no part of the capital of said corporation having been paid, this certificate is filed pursuant to Section 241 of Title 8 of the Delaware Code, as amended.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by its Vice President, General Counsel and Secretary this 23rd day of April, A.D., 1998.



John F. Hornbostel, Jr.

U:\LEGAL\MINUTES\SWIAMEND.WPD

TOTAL P.03