

TRADEMARKS ONLY

02-24-1999

TRADEMARKS ONLY

To the Honorable Commissioner of



rks:

Please record the attached original

100970086

1. Name of Party(ies) conveying an interest: Republic Security Services of Louisiana, Inc.

Entity:

Individual(s) Association

General Partnership Limited Partnership

Corporation-State Delaware

Other _____

Additional name(s) of conveying party(ies) attached: yes no

2-22-99

2. Name and Address of Party(ies) receiving an interest:

Name: Ameritech Corporation

Internal Address: _____

Street Address: 30 S. Wacker Drive

City: Chicago

State/Zip: Illinois 60606

Entity:

Individual(s) Association

General Partnership Limited Partnership

Corporation-State Delaware

Other _____

Citizenship _____

3. Description of the interest conveyed:

Assignment Change of Name Other

Security Agreement Merger

Date of execution of attached document January 7, 1999

If not domiciled in the United States, a domestic representative designation is attached:

yes no

(The attached document must not be an assignment)

Additional name(s) and addresses attached: yes no

4. Application number(s) or registration number(s). Additional sheet attached? yes no

A. Trademark Application(s)

B. Trademark Registration(s)
Reg. No. 2,022,873
Reg. No. 2,021,644

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Doris Loew
Brinks Hofer Gilson & Liore

P.O. Box: P.O. Box 10395

City: Chicago

State/Zip: Illinois 60610

6. Number of applications and registrations involved: 2

7. The \$65.00 filing fee is enclosed.

8. Please charge the \$ _____ filing fee to Deposit Account No. 23-1925. (duplicate copy of this page attached)

9. Please charge any deficiencies in fees or credit any overpayment to Deposit Account No. 23-1925.

02/23/1999 JSHADAZZ 00000134 2022873

01 FC:481 40.00 OP

02 FC:482 25.00 OP

DO NOT USE THIS SPACE

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10. 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.

Doris Loew Signature 2/17/99 Date

Name of Person Signing

Total number of pages comprising coversheet: 1

ASSIGNMENT AGREEMENT

This Assignment Agreement (this "Assignment") is made and entered into as of this 7th day of Jan., 1998⁹ (Effective Date), by and between Republic Security Services of Louisiana, Inc., a Delaware corporation, having its principal office at 110 S.E. Sixth Street, Ft. Lauderdale, Florida 33301 ("Assignor"), and Ameritech Corporation, a Delaware corporation, having its principal office at 30 S. Wacker Drive, Chicago, Illinois 60606 ("Assignee").

WHEREAS, Republic Industries, Inc., a Delaware corporation ("Republic"), Republic Security Companies Holding Co., Inc., a Delaware corporation wholly owned by Republic ("RSC"), Republic Security Companies Holding Co. II, Inc., a Delaware corporation wholly owned by RSC and indirectly wholly owned by Republic ("Seller"), Ameritech Corporation, a Delaware corporation ("Assignee") SecurityLink from Ameritech, Inc., f/k/a and Ameritech Monitoring Services, Inc., a Delaware corporation wholly owned by Ameritech ("Buyer") are parties to that certain Asset Purchase Agreement made and entered into as of September 26, 1997 ("Asset Purchase Agreement");

WHEREAS, the Assignor is a wholly-owned subsidiary of the Seller;

WHEREAS, pursuant to the Asset Purchase Agreement, Seller has agreed to sell, and Buyer has agreed to purchase, the Acquired Assets (as such term is defined in the Asset Purchase Agreement pursuant to which this Assignment is made) owned by the Assignor;

WHEREAS, Buyer designates Ameritech Corporation, its parent company (defined above as Assignee), to hold title in certain Acquired Assets, including but not limited to, the Marks as defined in this Assignment;

WHEREAS, Assignor is the sole and exclusive owner of the entire right, title and interest in and to the trademarks, as identified and set forth on the Schedule attached hereto and made a part hereof (collectively, the "Marks"), and the goodwill associated therewith;

WHEREAS, Assignee and Assignor executed a Trademark Assignment dated October 3, 1997 in which the parties intended to transfer all right, title and interest in and to the Marks;

WHEREAS, Assignee wishes to acquire from Assignor, and Assignor wishes to assign to Assignee, all right, title and interest in and to the Marks together with the goodwill associated therewith;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor does hereby assign unto Assignee, effective nunc pro tunc as of October 3, 1997, all right, title and interest in and to said Marks and the applications or registrations therefor, including but not limited to the right to pursue legal actions for past infringement of the Marks and related damages, together with the goodwill of the business as symbolized by said Marks and the registrations therefor.

Assignor requests the Assistant Commissioner for Trademarks of the United States to record Assignee as owner of the Marks, including any variations thereof, for the sole use and enjoyment of Assignee, its successors, assigns or other legal representatives.

IN TESTIMONY WHEREOF, Assignor and Assignee each have caused this Assignment to be signed and executed by its duly authorized officer.


**REPUBLIC SECURITY SERVICES
OF LOUISIANA, INC.**

By: 

Name: David N. Boachroy

Title: Assistant Secretary

AMERITECH CORPORATION

By: 

Name: Deidra D. Gold

Title: Secretary

STATE OF FLORIDA)
) SS.
COUNTRY OF BROWARD)

On this ___ day of _____, 1998, there appeared before me _____,
personally known to me, who acknowledged that he/she signed the foregoing
Assignment as his/her voluntary act and deed on behalf and with full authority of
Republic Security Services of Louisiana, Inc.

Notary Public

STATE OF ILLINOIS)
) SS
COUNTY OF COOK)

On this 7th day of January 1998, there appeared before Deidra D. Gold,
personally known to me, who acknowledged that she signed the foregoing
Assignment as her voluntary act and deed on behalf and with full authority of
Ameritech Corporation.

Judi L Anker
Notary Public



SCHEDULE -- REPUBLIC SECURITY SERVICES OF LOUISIANA, INC.

Common Law Trademarks

Mark

- Republic Security Services of Louisiana, Inc.
- Acadiana Alarm Systems, Inc.
- S.A.F.E. America Security Systems of Baton Rouge, Inc.
- S.A.F.E. America Security Systems of Beaumont, Inc.
- S.A.F.E. America Security Systems of Shreveport, Inc.
- S.A.F.E. America Security Systems of Lake Charles, Inc.
- S.A.F.E. America Security Systems of Arkansas, Inc.
- S.A.F.E. America Security Systems of Mississippi, Inc.
- S.A.F.E. America Security Systems of Alabama, L.L.C.
- S.A.F.E. America Security Systems of Gulf South, L.L.C.

Federal Trademarks

Mark	No.	Registration/Filing Date
STARTFREE SECURITY SYSTEMS	Reg. No. 2,022,873	12/17/96
STARTFREE	Reg. No. 2,021,644	12/10/96
SAFE AMERICA SECURITY SYSTEMS	Ser. No. 74/655,048	4/3/95
SAFE AMERICA	Ser. No. 74/654,954	4/3/95