

MMD
2/29/00 REC

04-07-2000

HEET

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office



101309701

Tab settings

To the Honorable Commissioner of Pat.

ached original documents or copy thereof.

1. Name of conveying party(ies):

DSC Enterprises, Inc.

- Individual(s)
- General Partnership
- Corporation-State - Maryland
- Other

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Protection One Alarm Monitoring Inc.

Internal Address: _____

Street Address: 6225 N. Highway 161 #400

City: Irving State: Texas ZIP: 75063

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Delaware
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance: Correction of original merger document recorded 7/7/99 to add Monitoring to name.

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other

Execution Date: December 31, 1998

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

See Schedule A

B. Trademark Registration No.(s)

See Schedule A

Additional numbers attached? Yes No

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

Name: Barth X. deRosa

Internal Address: Stevens, Davis,

Miller & Mosher, LLP

Street Address: 1615 L Street, N.W.

Suite 850

City: Washington State: DC ZIP: 20036

6. Total number of applications and registrations involved: 14

7. Total fee (37 CFR 3.41).....\$ 365.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number: 19-4375

(Attach duplicate copy of this page if paying by deposit account)

04/06/2000 0000101 176199

DO NOT USE THIS SPACE

40.00 EP

23.00 EP

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.

Thomas D. Foster

Name of Person Signing

Signature

2/29/00

Date

Total number of pages including cover sheet, attachments, and document: 8

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

TRADEMARK
REEL: 002044 FRAME: 0981

SCHEDULE A

U.S. TRADEMARK REGISTRATIONS

- (1) **DYNAMARK SECURITY CENTERS**
"WE PROTECT AMERICA" (& DESIGN)
Reg. No. 1,761,698
March 30, 1993
- (2) **DYNAMARK DAN**
Reg. No. 1,335,943
May 14, 1985
- (3) **DYNAMARK SECURITY CENTERS NATIONALLY KNOWN,**
LOCALLY OWNED (& DESIGN)
Reg. No. 1,397,946
June 17, 1986
- (4) **S.A.F.E. SECURITY AFFORDABLE FOR EVERYONE**
Reg. No. 2,157,932
May 19, 1998
- (5) **DYNAMATCH (& DESIGN)**
Reg. No. 1,335,868
March 14, 1985
- (6) **DYNAMARK**
Reg. No. 1,579,938
January 30, 1990
- (7) **DYNAMARK SECURITY CENTERS (& DESIGN)**
Reg. No. 1,335,309
May 14, 1985
- (8) **DYNACARE**
Reg. No. 2,070,322
June 10, 1997
- (9) **DYNACARE**
Reg. No. 1,946,488
January 9, 1996
- (10) **DYNAMATCH**
Reg. No. 1,942,795
December 19, 1995

TRADEMARK
REEL: 002044 FRAME: 0982

(11) DYNAMARK
Reg. No. 2,115,187
November 25, 1997

(12) CHILD SEEKERS (& DESIGN)
Reg. No. 1,414,553
November 21, 1986

U.S. TRADEMARK APPLICATIONS

(13) WE PROTECT AMERICA
74/561,292
Filed: August 15, 1994

(14) DYNACARE HOME SECURITY
SN 74/637,729
Filed: February 23, 1995

TRADEMARK
REEL: 002044 FRAME: 0983

I.D. NO. D4124008
ACKN. NO. - 140C3126152
DSC ENTERPRISES, INC.

ARTICLES OF MERGER
MERGERS - DEPARTMENT OF ASSESSMENTS
AND TAXATION
DSC ENTERPRISES, INC.
A MARYLAND CORPORATION

12/31/98 AT 10:47 A.M.

INTO PROTECTION ONE ALARM MONITORING, INC.
A DELAWARE CORPORATION

(UNDER SECTION 3.106 OF THE MARYLAND GENERAL CORPORATION LAW)

(1) Protection One Alarm Monitoring, Inc., a corporation organized and existing under the laws of the State of Delaware, (hereinafter referred to as "Parent"), and DSC Enterprises, Inc., a corporation organized and existing under the laws of the State of Maryland, (hereinafter referred to as "Subsidiary"), agree that the Subsidiary shall be merged into the Parent. The terms and conditions of the merger and the mode of carrying the same into effect are as herein set forth in these Articles of Merger.

(2) Parent shall survive the merger and continue under the name Protection One Alarm Monitoring, Inc. The articles of incorporation and bylaws of Parent as in effect immediately prior to the merger shall continue in full force and effect as the articles of incorporation and bylaws of the surviving corporation until such articles or bylaws are thereafter modified, amended or repealed in accordance with the laws of the State of Delaware. The officers and directors of Parent immediately prior to the effective date of the merger will continue after the merger to serve as the officers and directors of the surviving corporation, until such time as the successor of each such officer or director is chosen and qualified or until his or her earlier death, resignation, retirement, disqualification or removal from office.

(3) The parties to these Articles of Merger are Parent, a corporation organized on the 4th day of September, 1991, under the General Corporation Law of the State of Delaware, and Subsidiary.

(4) No amendment is made to the charter of the surviving corporation as part of the merger.

(5) The total number of shares of stock of all classes which Subsidiary has authority to issue is 41,336,870 shares, divided into Thirty-Seven Million (37,000,000) shares of Class A common stock, \$0.00333 per value per share, Four Million (4,000,000) shares of Class B common stock, \$0.00333 per value per share, and Three Hundred Thirty-Six Thousand Eight Hundred Seventy (336,870) shares of preferred stock, \$1.00 per value per share, with an aggregate par value of Three Hundred Fifty Thousand Five Hundred Twenty-Three Dollars (\$350,523.00).

RECEIVED
DEC 31 PM 10
Public Prop

00008160

STATE OF MARYLAND
I hereby certify that this is a true and complete copy of the
page document on file in this office. DATED: 12-9-98
BY: Alexander Aguirre, Custodian
This stamp replaces our previous certification system. Effective: 6/95

TRADEMARK
REEL: 002044 FRAME: 0984

The total number of shares of stock of all classes which Parent has authority to issue is One Thousand (1,000) shares of common stock, \$.10 par value per share, with an aggregate par value of One Hundred Dollars (\$100).

(6) The number of outstanding shares of each class of stock of Subsidiary and the number of shares of each class owned by the Parent are as follows:

Class	Total shares outstanding	Shares owned by Parent
Class A Common	27,000,000	100%
Class B Common	3,000,000	100%
Preferred	None	N/A

(7) All of the issued and outstanding shares of stock of Subsidiary are owned by Parent, the surviving corporation, and no shares of Parent are to be issued or any other consideration given for shares of Subsidiary, the merged corporation, but upon the effective date of these Articles of Merger, the shares of stock of the Subsidiary shall be surrendered for cancellation to Parent.

(8) The principal office of Subsidiary, organized under the laws of the State of Maryland, is located in the County of Washington in the State of Maryland.

The principal office of Parent, organized under the laws of the State of Delaware, is located in Irving in the State of Texas at 6225 N. Highway 161, Suite 400, Irving, Texas 75063, and the name and address of a resident agent of Parent in Maryland is The Corporation Trust Incorporated, 300 East Lombard Street, Baltimore, Maryland 21202.

Subsidiary owns no property the title to which could be affected by the recording of an instrument among the Land Records.

(9) The terms and conditions of the merger were advised, authorized and duly approved by resolutions adopted by the unanimous written consent of the board of directors of Parent dated December 29, 1998 in the manner and by the vote required by the laws of the State of Delaware.

(10) The terms and conditions of the merger were advised, authorized and duly approved by resolution adopted by the unanimous written consent of the board of directors of Subsidiary dated December 29, 1998.

0048 0007 DALLAS 04970.1

2

DEC 29 1998 TUE 05:18 PM

FAX NO.

DEC 29 1998 17:41 FR PROTECTION ONE
DEC 29 1998 4:58 PM INSTANT B KILUMI 214 969 1751

972 916 6699 TO JAMES MACKENZIE P. 02/02
TX. 007 P. 02/02

0000000000000000

IN WITNESS WHEREOF, Parent and Subsidiary, the parties to the merger, have caused these Articles of Merger to be signed in their respective corporate names and on their behalf by their respective presidents and attested by their respective secretaries all as of the 29th day of December, 1998.

ISC ENTERPRISES, INC.

By *[Signature]*
Steve Millstein, President

ATTEST:

Montgomery W. Cornill
Montgomery W. Cornill, Secretary

PROTECTION ONE ALARM
MONITORING, INC.

By *[Signature]*
James M. MacKenzie, President

ATTEST:

Montgomery W. Cornill
Montgomery W. Cornill, Secretary

0043 0007 DALLAS 007681

3

DEC 29 1998 16:33

214 969 1751 PAGE 14
TOTAL PAGE 02

DEC 29 1998 19:17

PAGE 05

TRADEMARK
REEL: 002044 FRAME: 0986

DEC-29-99 TUE 05:18 PM

FAX NO.

P. 03

DEC 29 1999 17:13 PR PROTECTION ONE
M.L.L. 1999 4:56 PM THOMPSON & KNIGHT

972 916 6899 TO JAMES MACKENZIE P. 03/07
214 969 1751 NO. 287 P. 13/21

The undersigned, President of DSC Enterprises, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

DSC ENTERPRISES, INC.

[Signature]
By: Steve Millstein

Steve Millstein, President

The undersigned, President of Protection One Alarm Monitoring, Inc., who executed on behalf of said corporation the foregoing Articles of Merger, of which this certificate is made a part, hereby acknowledges, in the name and on behalf of said corporation, the foregoing Articles of Merger to be the corporate act of said corporation and further certifies that, to the best of his knowledge, information and belief, the matters and facts set forth therein with respect to the approval thereof are true in all material respects, under the penalties of perjury.

PROTECTION ONE ALARM
MONITORING, INC.

[Signature]
By: James M. MacKenzie

James M. MacKenzie, President

6443 00827 DALLAS TEXAS

DEC 29 1999 18:36

714 888 1761

PAGE 13

DEC 29 1999 19:17

PAGE 03

RECORDED: 02/29/2000

TRADEMARK
REEL: 002044 FRAME: 0987