

RE 05-03-2000 SHEET



101342493

To the Holder
Please record

Identify Trademarks:
or copy thereof.

1. Name of conveying party(ies):
Ultrak, Inc.

4-10-99

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

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

3. Nature of conveyance:

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

Execution Date: March 22, 2000

2. Name and address of receiving party(ies):

Name: Bank One, Texas, N.A.
 Street Address: 1717 Main St., 3rd Floor
 City: Dallas State: Texas Zip: 75201

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

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

4. Application number(s) or patent number(s): n/a

If this document is being filed together with a new application, the execution date of the application is: n/a

A. Trademark Application No.(s): 75/241,658; 75/314,028

B. Trademark Registration No.(s) 1,872,339; 1,877,470; 1,991,642; 2,008,964; 2,014,348; 2,093,478; 2,179,024; 2,181,001

Additional numbers attached? Yes No

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

Name: David H. Tannenbaum
 Internal Address: Fulbright & Jaworski L.L.P.
 Street Address: 2200 Ross Avenue, Suite 2800
 City: Dallas
 State: Texas Zip: 75201

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41): ... \$ 265.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

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

05/02/2000 BCDATES 00000152 75241658

DO NOT USE THIS SPACE

01 FC:481
02 FC:482

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.

R. Ross Viguet
Name of Person Signing

R. Ross Viguet
Signature

4 April 2000
Date

Total number of pages including cover sheet, attachments, and document: 4

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

GRANT OF SECURITY INTEREST - US AND FOREIGN TRADEMARKS

WHEREAS, ULTRAK, INC., a Delaware corporation, with principal offices at 1301 Waters Ridge Drive, Lewisville, Texas 75075 (the "Grantor"), and BANK ONE, TEXAS, N.A., with principal offices at 1717 Main Street, 3rd Floor, Dallas, Texas 75201 (the "Grantee"), have executed a certain Security Agreement whereby Grantor agreed to grant a security interest in the Intellectual Property as defined therein including, without limitation, the United States and foreign trademark applications and registrations (the "Marks") set forth on Schedule A attached hereto, together with the goodwill of the businesses symbolized by the Marks, and all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Grantor does hereby grant, transfer and convey to Grantee, and Grantee does hereby accept from Grantor, a security interest in all of Grantor's right, title and interest in and to the Marks, together with the goodwill of the businesses symbolized by the Marks, and all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same.

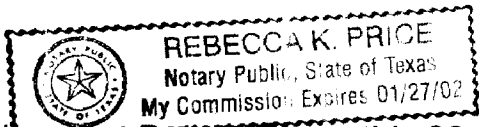
Signed at Dallas, Texas this 22nd day of March, 2000.

ULTRAK, INC.

By [Signature]
Name: Tim D. Torno
Title: Vice President -- Finance

STATE OF TEXAS:)
) ss:
COUNTY OF DALLAS)

On this 22nd day of March, 2000, personally appeared Tim D. Torno, to me known and known to me to be Vice President-Finance of ULTRAK, INC., the Grantor above named, and acknowledged that he executed the foregoing document on behalf of said Grantor and pursuant to authority duly received.



[Signature]
Notary Public

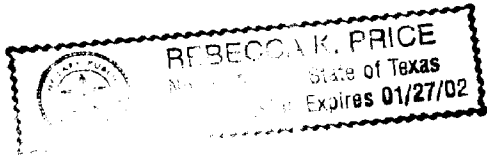
Signed at Dallas, Texas this 22nd day of March, 2000.

AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO

By [Signature]
Name: Richard S. Jonscher
Title: Vice President

STATE OF TEXAS:)
) ss:
COUNTY OF DALLAS)

On this 22nd day of March, 2000, personally appeared Richard S. Jonscher, to me known and known to me to be Vice President of AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, the Grantee above named, and acknowledged that he executed the foregoing document on behalf of said Grantee and pursuant to authority duly received.



[Signature]
Notary Public

SCHEDULE A
TO GRANT OF SECURITY INTEREST - US AND FOREIGN TRADEMARKS

UNITED STATES APPLICATIONS

<u>SERIAL NUMBER</u>	<u>FILE DATE</u>	<u>MARK</u>
75/241,658	02/13/97	POINTGUARD
75/314,028	06/24/97	DIGITAL SCRATCH PAD

UNITED STATES REGISTRATIONS

<u>REG. NO.</u>	<u>REG. DATE</u>	<u>MARK</u>
1,872,339	01/10/95	SMART CHOICE
1,877,470	02/07/95	ULTRAK
1,991,642	08/06/96	THE WITNESS
2,008,964	10/15/96	BABYCAM
2,014,348	11/05/96	OBSERVISION
2,093,478	09/02/97	EASY WATCH
2,179,024	08/04/98	ULTRAK AND DESIGN
2,181,001	08/11/98	QUALITY PRODUCTS THAT MAKE A DIFFERENCE

FOREIGN REGISTRATIONS

<u>COUNTRY</u>	<u>REG. NO.</u>	<u>MARK</u>
CANADA	TMA498,350	ULTRAK
EUROPEAN COMMUNITY	37267	ULTRAK
ITALY	608469	ULTRAK