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U.S. Patent & TMO/TM Mail Rcpt Dt. #11



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TRADEMARKS RECORDATION COVER SHEET

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

<p>1. Name of conveying party(ies): Video Monitoring Services of America, Inc. 330 West 42nd Street New York, New York 10036</p> <p>Type of Entity: Corporation-State of New York</p> <p>Additional names(s) of conveying party(ies) attached? No</p>	<p>2. Name and Address of receiving party(ies): Video Monitoring Services of America, L.P. 330 West 42nd Street New York, New York 10036</p> <p>Type of Entity: Corporation-State of New York</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> <Yes/No> <input type="checkbox"/></p> <p>Additional name(s) & address(es) attached? <input type="checkbox"/> <Yes/No> <input type="checkbox"/></p>
<p>3. Nature of Conveyance: Assignment</p> <p>Execution Date: December 15, 2000</p> <p>4.A. Trademark Application No(s):</p>	<p>B. Trademark Registration No.(s)</p> <p>1,287,482 1,988,254 2,254,779 1,473,441</p> <p>Additional numbers attached? No</p>
<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p>	<p>6. Total number of documents involved: 1</p>
<p>OSTROLENK, FABER, GERB & SOFFEN, LLP 1180 Avenue of the Americas New York, New York 10036-8403</p>	<p>7. Total fee (37 CFR 3.41): \$ 115.00</p> <p>Enclosed as part of Check No. 002614</p> <p><small>In the event the actual fee is greater than the payment submitted or is inadvertently not enclosed or if any additional fee due is not paid, the Patent and Trademark Office is authorized to charge the underpayment to Deposit Account No. 15-0700.</small></p>
DO NOT USE THIS SPACE	
<p>8. 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.</p> <p>Charles P. LaPolla _____ December 19, 2000 Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document: 2</p>	

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10.19.00

Charles P. LaPolla

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01 FC:481 40.00 OP

02 FC:482 75.00 OP

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ASSIGNMENT

WHEREAS, VIDEO MONITORING SERVICES OF AMERICA, INC. (hereinafter "ASSIGNOR"), a corporation organized and existing under the laws of the State of New York, did by virtue of prior transactions taking place on May 20, 1996 and June 1, 1996, assign all of its right, title and interest in and to the service marks and U.S. Registrations therefor set forth on Schedule A annexed hereto together with the goodwill of the business associated with said service marks to VIDEO MONITORING SERVICES OF AMERICA, L.P. (hereinafter "ASSIGNEE), a limited partnership under the laws of the State of New York;

AND, WHEREAS, the parties desire to formalize and reaffirm said assignment and to record same in the U.S. Patent and Trademark Office;

NOW, THEREFORE, in exchange for good and valuable consideration from ASSIGNEE to ASSIGNOR, the receipt of which is hereby acknowledged, the ASSIGNOR hereby ratifies and reaffirms the said assignment to ASSIGNEE of the service marks and registrations together with its entire right, title and interest in and to the said aforementioned trademarks and registrations together with the goodwill of the business associated with said service marks.

IN WITNESS WHEREOF, the ASSIGNOR has executed this instrument.

VIDEO MONITORING SERVICES OF AMERICA, INC.

By: Michael A. Kaufman
Name: Michael A. Kaufman
Title: President

Sworn to and subscribed before me
this 15 day of DECEMBER, 2000.

Michael A. Kaufman
Notary Public

2001

SCHEDULE A

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
VMS	1,287,482	July 24, 1984
VMS INTELLISENSE And Design	1,988,254	July 23, 1996
VMS ADBANK And Design	2,254,779	June 22, 1999
MEDIA SCAN	1,473,441	January 19, 1988