



06-05-2001

U.S. Patent & TMOfo/TM Mail RptDt

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Our Ref: NM O-3175 US

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

<p>1. Name of conveying party(ies): PENFUND CAPITAL (NO. 1) LIMITED</p> <p><input type="checkbox"/> Individual <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-(Ontario) <input type="checkbox"/> Other Additional names(s) of conveying party(ies) attached <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>	<p>2. Name and address of receiving party(ies): Name: Sur-Gard Security Systems Ltd.</p> <p>Internal Address: Street Address: 3301 Langstaff Road Concord, Ontario L4K 4L2 CANADA</p>
<p>3. Nature of Conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input type="checkbox"/> Change of Name <input checked="" type="checkbox"/> Other-Confirmatory Discharge of Security Agreement</p> <p>Execution Date: April 30, 2001</p>	<p><input type="checkbox"/> Individual(s) citizenship: <input type="checkbox"/> Association: <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation-Canada <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> yes <input checked="" type="checkbox"/> no N/A (Designation must be a separate document from Assignment) Additional name(s) and address(es) attached <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
<p>4. Application number(s) or registration number(s):</p> <p>A. Trademark Application No.(s)</p>	<p>B. Trademark Registration No.(s)</p> <p>2,357,821 2,173,251 2,390,087</p> <p>Additional numbers attached? <input type="checkbox"/> yes <input checked="" type="checkbox"/> no</p>
<p>5. Name and address of party to whom correspondence concerning documents should be mailed:</p> <p>FRANK FARFAN 133 Richmond Street West, Suite 301 Toronto, Ontario Canada M5H 2L7</p>	<p>6. Total number of applications and registrations involved: [3]</p> <p>7. Total fee (37 CFR 3.41): \$90.00</p> <p><input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account</p> <p>8. Deposit account number: 040752.</p> <p>(Attach duplicate copy of this page if paying by deposit account)</p>
<p>06/14/2001 DDY9NE 00000145 2357821</p> <p>01 CC-481 60.00 00 02 CC-482 50.00 00</p> <p style="text-align: center;">DO NOT USE THIS SPACE</p>	
<p>9. Statement and signature.</p> <p><i>To the best of my knowledge and belief, the foregoing is true and correct and any attached copy is a true copy of the original document.</i></p> <p>Frank Farfan _____ June 4, 2001 Name of Person Signing Signature Date</p> <p>Total number of pages including cover sheet, attachments, and document:</p>	

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



CONFIRMATORY DISCHARGE OF SECURITY INTEREST

WHEREAS, SUR-GARD SECURITY SYSTEMS LTD., a corporation duly incorporated under the laws of ~~Canada~~ ^{Canada}, having a place of business at 3301 Langstaff Road, Concord, Ontario, L4K 4L2 and formerly at 401 Magnetic Drive, Units 24 & 26, Downsview, Ontario, Canada, M3J 3H9, ("SUR-GARD") is the owner in Canada, the United States and elsewhere of the trade-marks, service marks and trade names and the corresponding applications and registrations listed on the attached Schedule A (all of said trade-marks, applications and registrations being hereinafter collectively referred to as "the Marks"); and,

WHEREAS SUR-GARD was formerly obligated to PENFUND CAPITAL (NO.1) LIMITED, a corporation duly incorporated under the laws of the Province of Ontario, Canada, having an office at 145 King Street West, Suite 1920, Toronto, Ontario, Canada, M5H 1J8 ("PENFUND"), pursuant to a Loan Agreement dated June 7, 1996 ("the Agreement"); and,

WHEREAS, pursuant to the Agreement, SUR-GARD had formerly granted to PENFUND a security interest in the Marks to secure the performance of SUR-GARD's obligations under the Agreement and executed an instrument entitled "Security Interest" dated June 7, 1996 ("Security Interest") pursuant to which SUR-GARD granted to PENFUND a security interest in the Marks; and,

WHEREAS the Security Interest was recorded in the United States Patent and Trademark Office on December 13, 1996, as instrument number 100330892 (which recordation was subsequently corrected by a Notice of Recordation dated May 6, 1997 recorded as instrument no. 100398456 and by a further instrument recorded September 17, 1997 as instrument no. 100546062); and,

AND WHEREAS SUR-GARD discharged certain obligations to PENFUND and PENFUND released and discharged certain security interests held by it in certain assets owned by SUR-GARD, all pursuant to an agreement dated June 13, 2000 ("Effective Date"), and SUR-GARD now wishes to record certain of said discharges in the public records relating to said assets;

NOW THEREFORE, in consideration of the payment of \$1.00 and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, PENFUND hereby confirms that, as of the Effective Date,:

1. PENFUND did fully and completely discharge and release all of PENFUND's security interest in all of the Marks,
2. PENFUND no longer had, or presently has, any interest whatsoever (including without limitation as general and continuing collateral security for payment of any prior indebtedness owed by SUR-GARD to PENFUND, or otherwise) in any of the Marks, and,
3. Without limiting the generality of the foregoing, PENFUND did fully and completely discharge and release any and all rights and interest it may have had pursuant to the Security Interest or related to the subject matter thereof.

IN WITNESS WHEREOF, PENFUND has caused this instrument to be executed by its duly authorized officer this 30th day of April, 2001.

PENFUND CAPITAL (NO. 1) LIMITED

By: B. Yontep
Name: B. YONTEP
Title: SECRETARY

SCHEDULE A
7/6/96 DSC - TM SUMMARY

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<u>APPLICANT / OWNER</u>	<u>TITLE / TRADEMARK</u>	<u>COUNTRY</u>	<u>REG'N NO.</u>	<u>ISSUE DATE</u>	<u>SERIAL NO.</u>	<u>FILING DATE</u>
Sur-Gard Security Systems Ltd.	PARTNER PRODUCTS	Canada			764,446	23/9/94
Sur-Gard Security Systems Ltd.	PARTNER PRODUCTS	US			74/579344	28/9/94
Sur-Gard Security Systems Ltd.	PARTNER PRODUCTS & Des	Canada			764,954	23/9/94
Sur-Gard Security Systems Ltd.	PARTNER PRODUCTS & Des	US			74/579345	28/9/94
Sur-Gard Security Systems Ltd.	SUR-GARD	CA			782,357	10/5/95
Sur-Gard Security Systems Ltd.	S G Design	Canada			782,358	10/5/95
Sur-Gard Security Systems Ltd.	THE LISTENER	Canada			773,611	27/1/95
Sur-Gard Security Systems Ltd.	THE LISTENER	US			74/633631	13/2/95
Sur-Gard Security Systems Ltd.	THE REPORTER	Canada			773,612	27/1/95
Sur-Gard Security Systems Ltd.	THE REPORTER	US			74/633626	12/2/95
Sur-Gard Security Systems Ltd.	THE LISTENER ELITE	Canada			773,779	25/1/95
Sur-Gard Security Systems Ltd.	THE LISTENER ELITE	US			74/633630	13/2/95
Sur-Gard Security Systems Ltd.	THE TRACKER	Canada			782,359	10/5/95
Sur-Gard Security Systems Ltd.	THE TRACKER	US			75/018560	13/1/95

TRADEMARK

RECORDED: 06/05/2001

REEL: 002314 FRAME: 0211