

05-10-2002

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 9/31/2002)

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U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

Tab settings

102085585

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

1. Name of conveying party(ies):

American National Bank and Trust Company of Chicago

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

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

2. Name and address of receiving party(ies)

Name: Ultrak, Inc.

Internal

Address:

Street Address: 1301 Waters Ridge Drive

City: Lewisville State: Texas Zip: 75075

- 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:

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

Execution Date: May 17, 2000

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

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

Additional number(s) attached Yes No

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

Name: Michael T. Platt, Esquire

Internal Address:

05/13/2002 6TON11 00000054 75241658

01 FC:481 40.00 DP 02 FC:482 225.00 DP

Street Address: Patton Boggs, LLP

2550 M Street, N.W.

City: Washington State: D.C. Zip: 20037

6. Total number of applications and registrations involved: 10

7. Total fee (37 CFR 3.41) \$ 400.00

- Enclosed Authorized to be charged to deposit account

8. Deposit account number:

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

DO NOT USE THIS SPACE

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.

MICHAEL T. PLATT Name of Person Signing

Signature

5/8/02 Date

Total number of pages including cover sheet, attachments, and document: 7

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

TRADEMARK

REEL: 002502 FRAME: 0439

Refund Ref: 05/13/2002 6TON11 0000116943

CHECK Refund Total: \$135.00

TRADEMARK APPLICATION NUMBER AND REGISTRATION NUMBER  
CONTINUATION SHEET

REGISTRATION NUMBER

2,179,024

2,181,001

**TERMINATION OF SECURITY INTEREST  
U.S. AND FOREIGN TRADEMARKS**

For good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, AMERICAN NATIONAL BANK AND TRUST COMPANY OF CHICAGO, as (i) assignee of Bank One, Texas, N.A., and (ii) as Agent for Lenders under that certain First Amended and Restated Credit Agreement dated as of May 17, 2000, as amended, modified and restated from time to time, hereby acknowledges the termination of its security interest in and to all right, title and interest of ULTRAK, INC. in those trademarks and trademark applications set forth on Exhibit A attached hereto.

Executed as of April 22, 2002.

AMERICAN NATIONAL BANK AND  
TRUST COMPANY OF CHICAGO

By: 

Name: Laurel Varney Mason

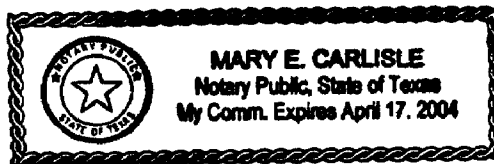
Title: First Vice President - Bank One, N.A.  
For American National Bank and Trust  
Company of Chicago

STATE OF TEXAS           §  
COUNTY OF DALLAS     §

Executed before me the undersigned notary public by Laurel Varney Mason, First Vice President of Bank One, N.A. as agent for American National Bank and Trust Company of Chicago.

[SEAL]

  
Notary Public - State of Texas



DALLAS 1136356v1

# RECORDATION FORM COVER SHEET

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

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

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

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

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

3. Nature of conveyance:

Assignment       Merger

Security Agreement     Change of Name

Other \_\_\_\_\_

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

Execution Date: February 16, 1999

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): See attached Exhibit A

B. Trademark Registration No.(s) See attached Exhibit A

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

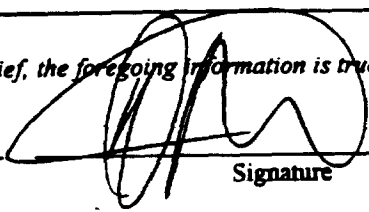
8. Deposit account number: \_\_\_\_\_

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

DO NOT USE THIS SPACE

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.*

David H. Tannenbaum  
 Name of Person Signing



Signature

17 February 1999  
 Date

Total number of pages including cover sheet, attachments, and document: 5

EXHIBIT A

**EXHIBIT A**

**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

756458.1

## 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, 3<sup>rd</sup> 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.

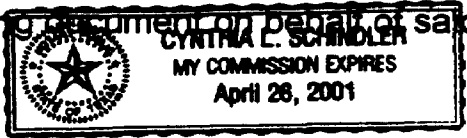
Signed at Dallas, Texas this 16 day of February, 1999.

ULTRAK, INC.

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

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

On this 16 day of February, 1999, personally appeared Jim 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.



Cynthia L. Schindler  
Notary Public

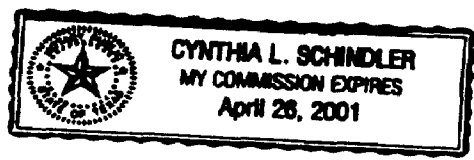
Signed at Dallas, Texas this 16 day of February, 1999.

BANK ONE, TEXAS, N.A.

By [Signature]  
Name: Alan L. Miller  
Title: Vice President

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

On this 16 day of February, 1999, personally appeared Alan L. Miller, to me known and known to me to be Vice President of BANK ONE, TEXAS, N.A., the Grantee above named, and acknowledged that he executed the foregoing document on behalf of said Grantee and pursuant to authority duly received.



Cynthia L. Schindler  
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
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**UNITED STATES REGISTRATIONS**

<u>REG. NO.</u>	<u>REG. DATE</u>	<u>MARK</u>
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1,991,642	08/06/96	THE WITNESS
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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