

Form PTO-1594
(Rev. 10/02)

OMB No. 0651-0027 (exp. 6/30/2005)

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

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

1. Name of conveying party(ies):

Electronic Security Partners, Inc.

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

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

3. Nature of conveyance:

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

Execution Date: 09/30/2002

2. Name and address of receiving party(ies)

Name: Alliant Protection Services, Inc.

Internal

Address: _____

Street Address: 3500 West Olive Avenue, Suite 330

City: Burbank State: CA Zip: 91505

- 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

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

A. Trademark Application No.(s) 76/443328

B. Trademark Registration No.(s) _____

Additional number(s) attached Yes No

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

Name: Diane M. Lambillotte, Esq.

Internal Address: Riordan & McKinzie

Street Address: 300 South Grand Avenue,
29th Floor

City: Los Angeles State: CA Zip: 90071

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

50-1367

DO NOT USE THIS SPACE

9. Signature.

Diane M. Lambillotte
Name of Person Signing


Signature

June 23, 2003
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 Patent & Trademarks, Box Assignments
Washington, D.C. 20231

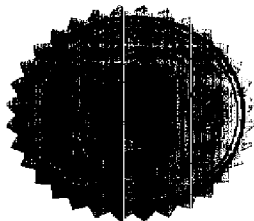
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ELECTRONIC SECURITY PARTNERS, INC.", CHANGING ITS NAME FROM "ELECTRONIC SECURITY PARTNERS, INC." TO "ALLIANT PROTECTION SERVICES, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF OCTOBER, A.D. 2002, AT 4 O' CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2437669

030343931

DATE: 05 TRADEMARK

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STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 10/11/2002
020633174 - 3532638

**FIRST CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
ELECTRONIC SECURITY PARTNERS, INC.**

Electronic Security Partners, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the board of directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware, duly adopted a resolution to amend Article First of the Corporation's Amended and Restated Certificate of Incorporation by striking Article First in its entirety and replacing Article First as follows:

"FIRST: That the name of this Corporation is Alliant Protection Services, Inc. and the date of filing of the Corporation's original Certificate of Incorporation with the Secretary of State of the State of Delaware was June 4, 2002."

SECOND: That thereafter, the proposed amendment was approved by written consent of a majority of the outstanding shares of Common Stock and Preferred Stock of the Corporation pursuant to Section 228 of the General Corporation Law of the State of Delaware, and written notice shall be duly given in accordance with Section 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, this First Certificate of Amendment has been duly executed by the Chief Executive Officer of the Corporation on this 30 day of September, 2002.

ELECTRONIC SECURITY PARTNERS, INC.

By: 

Thomas K. Reakin
Chief Executive Officer