

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Directed Electronics, Inc.		06/17/2004	CORPORATION: CALIFORNIA

RECEIVING PARTY DATA

Name:	Wachovia Bank, National Association, as Administrative Agent
Street Address:	201 South College Street
Internal Address:	CP-8
City:	Charlotte
State/Country:	NORTH CAROLINA
Postal Code:	28288
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 118

Property Type	Number	Word Mark
Registration Number:	2838758	AUTOMATE
Registration Number:	2838757	CLIFFORD
Registration Number:	2830783	HCCA
Registration Number:	2814147	XTRPRO
Registration Number:	2841594	PRECISION POWER INTERNATIONAL
Registration Number:	2745317	RESPONDER
Registration Number:	2780131	DRIVEN TO EXCEL
Registration Number:	2740977	DIRECTED
Registration Number:	2404885	VENOM
Registration Number:	2474938	QUALITY BY DESIGN
Registration Number:	2513804	PYTHON
Registration Number:	2315849	ESP
Registration Number:	2295688	TECHSOFT

OP \$2965.00 2838758

Registration Number:	2300806	VIPER
Registration Number:	2291545	NPC
Registration Number:	2301471	BITWRITER
Registration Number:	2268338	AUTO - KEY
Registration Number:	2212832	PYTHON
Registration Number:	2260409	ROCK SOLID
Registration Number:	2404493	HORNET
Registration Number:	2324801	PYTHON
Registration Number:	2211958	VIRTUALKEY
Registration Number:	2213734	VIRTUAL LINK
Registration Number:	2464066	GHOST SWITCH
Registration Number:	2126969	
Registration Number:	2218083	
Registration Number:	2218082	
Registration Number:	2197007	
Registration Number:	2218081	
Registration Number:	2362498	VIPER
Registration Number:	2154537	NIGHT LITE
Registration Number:	2053685	VOICE
Registration Number:	2053567	THE CLEAR DIFFERENCE
Registration Number:	1996948	BOA
Registration Number:	2023351	PRO GUARD
Registration Number:	1991173	PUT THE STING ON CRIME
Registration Number:	2149999	DEI AUDIO
Registration Number:	2154439	DEI AUDIO
Registration Number:	2120755	DEI
Registration Number:	2017149	PUT THE STING ON CRIME
Registration Number:	2285718	VIPER
Registration Number:	2139385	VIPER
Registration Number:	1983683	VIPER
Registration Number:	1961709	VIPER
Registration Number:	1943761	CODE PLUS
Registration Number:	2053812	HORNET
Registration Number:	2301162	CODE-HOPPING
Registration Number:	1954475	

Registration Number:	2146931	PYTHON
Registration Number:	2041580	
Registration Number:	2031421	
Registration Number:	2003532	IT'S YOUR CAR, KEEP IT THAT WAY
Registration Number:	1924872	WARN AWAY
Registration Number:	1937900	STINGER
Registration Number:	1949768	SOFT CHIRP
Registration Number:	1908344	SCAN-SAFE
Registration Number:	1937899	SAFE-LITE
Registration Number:	1962705	REVENGER
Registration Number:	1937559	NUISANCE PREVENTION
Registration Number:	1908343	NITE-LITE
Registration Number:	1908342	LEGI-LITE
Registration Number:	1924871	ETCH-IT!
Registration Number:	1949767	EFFECTIVE VEHICLE SECURITY
Registration Number:	1946305	BACK TALK
Registration Number:	1893593	VOICESHIELD
Registration Number:	1833777	WASP
Registration Number:	1831266	VRS
Registration Number:	1822608	
Registration Number:	2037373	PRIME SECURITY
Registration Number:	1822606	PYTHON
Registration Number:	1873747	DEI
Registration Number:	1848176	NO ONE DARES COME CLOSE
Registration Number:	1847324	BOA
Registration Number:	1853037	AUTO-MATE
Registration Number:	1850294	SECURITY FOR THE BEST
Registration Number:	1755228	VIPER
Registration Number:	1850292	RATTLESNAKE
Registration Number:	1816396	VIPER
Registration Number:	1850291	RATTLER
Registration Number:	1717916	AVITAL
Registration Number:	1721572	VALET
Registration Number:	1709910	FAILSAFE
Registration Number:	1680241	HORNET

Registration Number:	1665774	MERLIN
Registration Number:	1687774	EQUALIZER
Registration Number:	1664941	SIDEWINDER
Registration Number:	1671463	SNIPER
Registration Number:	1674046	CLIFFORD
Registration Number:	1588598	INVISIBEAM
Registration Number:	1756693	VIPER
Registration Number:	1439008	VOCALARM
Registration Number:	1382152	VIPER
Registration Number:	1147604	STEAL STOPPER
Registration Number:	2815991	COBALT
Registration Number:	2154226	POWERCLASS
Registration Number:	2324714	WIRED
Registration Number:	1846616	XTREME
Registration Number:	2763024	ORION
Registration Number:	1578706	
Registration Number:	1560581	A/D/S/
Registration Number:	1231758	ADS
Serial Number:	78423326	THE SNAKE PIT
Serial Number:	78352073	
Serial Number:	78335026	VIPER
Serial Number:	78330415	DIRECTED GRAPHITE
Serial Number:	78324087	DIRECTED
Serial Number:	78323650	DIRECTED
Serial Number:	78314166	WIZARD
Serial Number:	78314148	VALET
Serial Number:	78250815	PYTHON
Serial Number:	78250773	VIPER
Serial Number:	78227355	COBALT
Serial Number:	78223174	VENOM
Serial Number:	78199579	DIRECTRACK
Serial Number:	78120734	COBRA
Serial Number:	78056797	MATRIX
Serial Number:	76132517	DIRECTED
Serial Number:	75590439	CARCOM

TRADEMARK

REEL: 003006 FRAME: 0475

CORRESPONDENCE DATA

Fax Number: (919)416-8339

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 919 286-8028

Email: PTO_TMconfirmation@mvalaw.com

Correspondent Name: Moore & Van Allen PLLC

Address Line 1: 430 Davis Drive

Address Line 2: Suite 500

Address Line 4: Morrisville, NORTH CAROLINA 27560

NAME OF SUBMITTER:	John E. Slaughter
Signature:	/John E. Slaughter/
Date:	01/11/2005

Total Attachments: 5

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Gentlemen:

Please be advised that pursuant to the Security Agreement dated as of June 17, 2004 (the "Security Agreement") by and among the Obligors thereto (each an "Obligor" and collectively, the "Obligors") and Wachovia Bank, as Administrative Agent (the "Agent") for the lenders referenced therein (the "Lenders"), the undersigned Obligor has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications shown below to the Administrative Agent for the ratable benefit of the Lenders:

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark</u>	<u>Date of Trademark</u>
	See Schedule A attached hereto.	


TRADEMARK APPLICATIONS

<u>Trademark Application No.</u>	<u>Description of Trademark Applied For</u>	<u>Date of Trademark Application</u>
	See Schedule A attached hereto.	

The Obligors and the Administrative Agent, on behalf of the Lenders, hereby acknowledge and agree that the security interest in the foregoing trademarks and trademark applications (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

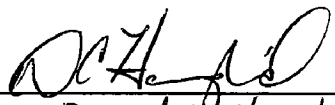
Very truly yours,

DIRECTED ELECTRONICS, INC.

By: 
Name: Jon E. Elias
Title: Vice President

Acknowledged and Accepted:

WACHOVIA BANK, NATIONAL ASSOCIATION,
as Administrative Agent

By: 
Name: David C. Hanglid
Title: V.P.

**Directed Electronics, Inc.
(California Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
AUTOMATE	2838758	05/04/04
CLIFFORD	2838757	05/04/04
HCCA	2830783	04/06/04
XTRPRO	2814147	02/10/04
PRECISION POWER INTERNATIONAL	2841594	05/11/04
RESPONDER	2745317	07/29/03
DRIVEN TO EXCEL	2780131	11/04/03
DIRECTED	2740977	07/29/03
VENOM	2404885	11/14/00
QUALITY BY DESIGN and Design	2474938	08/07/01
PYTHON	2513804	12/04/01
ESP	2315849	02/08/00
TECHSOFT	2295688	11/30/99
VIPER	2300806	12/14/99
NPC	2291545	11/09/99
BITWRITER	2301471	12/21/99
AUTO - KEY	2268338	08/10/99
PYTHON	2212832	12/22/98
ROCK SOLID and Design	2260409	07/13/99
HORNET	2404493	11/14/00
PYTHON	2324801	02/29/00
VIRTUALKEY	2211958	12/15/98
VIRTUAL LINK	2213734	12/29/98
GHOST SWITCH	2464066	06/26/01
Design only	2126969	01/06/98
Design only	2218083	01/19/99
Design only	2218082	01/19/99
Design only	2197007	10/20/98
Design only	2218081	01/19/99
VIPER	2362498	06/27/00
NIGHT LITE	2154537	05/05/98
VOICE	2053685	04/15/97
THE CLEAR DIFFERENCE	2053567	04/15/97
BOA	1996948	08/27/96
PRO GUARD	2023351	12/17/96
PUT THE STING ON CRIME	1991173	08/06/96
DEI AUDIO and Design	2149999	04/14/98
DEI AUDIO	2154439	05/05/98
DEI	2120755	12/16/97
PUT THE STING ON CRIME	2017149	11/19/96

Mark	Registration No.	Registration Date
VIPER	2285718	10/12/99
VIPER	2139385	02/24/98
VIPER	1983683	07/02/96
VIPER and Design	1961709	03/12/96
CODE PLUS	1943761	12/26/95
HORNET	2053812	04/22/97
CODE-HOPPING	2301162	12/21/99
Design only	1954475	02/06/96
PYTHON	2146931	03/31/98
Design only	2041580	03/04/97
Design only	2031421	01/21/97
IT'S YOUR CAR, KEEP IT THAT WAY	2003532	09/24/96
WARN AWAY	1924872	10/03/95
STINGER	1937900	11/28/95
SOFT CHIRP	1949768	01/16/96
SCAN-SAFE	1908344	08/01/95
SAFE-LITE	1937899	11/28/95
REVENGER	1962705	03/19/96
NUISANCE PREVENTION	1937559	11/21/95
NITE-LITE	1908343	08/01/95
LEGI-LITE	1908342	08/01/95
ETCH-IT!	1924871	10/03/95
EFFECTIVE VEHICLE SECURITY	1949767	01/16/96
BACK TALK	1946305	01/09/96
VOICESHIELD	1893593	05/09/95
WASP	1833777	05/03/94
VRS	1831266	04/19/94
Design only	1822608	02/22/94
PRIME SECURITY	2037373	02/11/97
PYTHON	1822606	02/22/94
DEI	1873747	01/17/95
NO ONE DARES COME CLOSE	1848176	08/02/94
BOA	1847324	07/26/94
AUTO-MATE	1853037	09/06/94
SECURITY FOR THE BEST	1850294	08/16/94
VIPER	1755228	03/02/93
RATTLESNAKE	1850292	08/16/94
VIPER	1816396	01/11/94
RATTLER	1850291	08/16/94
AVITAL	1717916	09/22/92
VALET	1721572	10/06/92
FAILSAFE	1709910	08/25/92
HORNET	1680241	03/24/92
MERLIN	1665774	11/26/91
EQUALIZER	1687774	05/19/92
SIDEWINDER	1664941	11/19/91
SNIPER and Design	1671463	01/07/92
CLIFFORD	1674046	02/04/92
INVISIBEAM	1588598	03/27/90
VIPER	1756693	03/09/93
VOCALARM	1439008	05/12/87
VIPER	1382152	02/11/86

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TRADEMARK
REEL: 003006 FRAME: 0480

Mark	Registration No.	Registration Date
STEAL STOPPER	1147604	02/24/81
COBALT	2815991	02/24/04
POWERCLASS	2154226	04/28/98
WIRED	2324714	02/29/00
XTREME	1846616	07/26/94
ORION and Design	2763024	09/16/03
Design only	1578706	01/23/90
A/D/S/	1560581	10/17/89
ADS	1231758	03/22/83

Pending Applications

Mark	Application No.	Filing Date
THE SNAKE PIT and Design	78423326	05/21/04
Design only	78352073	01/14/04
VIPER	78335026	12/02/03
DIRECTED GRAPHITE	78330415	11/19/03
DIRECTED	78324087	11/06/03
DIRECTED	78323650	11/05/03
WIZARD	78314166	10/15/03
VALET and Design	78314148	10/15/03
PYTHON	78250815	05/16/03
VIPER	78250773	05/16/03
COBALT and Design	78227355	03/19/03
VENOM	78223174	03/07/03
DIRECTRACK	78199579	01/02/03
COBRA	78120734	04/10/02
MATRIX	78056797	04/04/01
DIRECTED	76132517	09/20/00
CARCOM	75590439	11/17/98

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