

10-21-2004



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To the Hon. Commissioner of Patents & Trademarks

by thereof.

1. Name of conveying party(ies):

SecureAlert Telematics, Inc.

- Individual(s) Association
- General Partnership Other
- Limited Partnership
- Limited Liability Company -
- Corporation - **Tennessee**

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

3. Nature of conveyance:

- Assignment Merger
- Change of Name Other
- Security Agreement

Execution Date: **October 8, 2004**

2. Name and address of receiving party(ies):

Name:
ProCon, Inc.

10-18-04

Street Address:
10406 Jackson Oaks Way
Knoxville, TN 37922

- Individual(s) citizenship:
- Association
- General Partnership
- Limited Partnership
- Limited Liability Company
- Corporation - **Tennessee**
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

Additional name(s) & address(es) attached? Yes No

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

A. Trademark Application No(s).

76/558,438 filed 11/12/2003
78/323,928 filed 11/06/2003
78/323,936 filed 11/06/2003
78/323,899 filed 11/06/2003
78/323,882 filed 11/06/2003

B. Trademark Registration No(s).

Additional numbers attached? Yes No

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OCT 19 2004

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

Mark P. Crockett
LUEDEKA, NEELY & GRAHAM, P.C.
P. O. Box 1871
Knoxville, TN 37901

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 3.41).....\$140.00

- Enclosed
- Please charge to deposit account any missing or additional fee

8. Deposit Account No. 12-2355

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.

Mark P. Crockett

Name of Person Signing

Mark P. Crockett

Signature

October 14, 2004

Date

10/20/2004 GTOM11 00000056 76558438

Total number of pages including cover sheet: [3]

01 FC:8521
02 FC:8522

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*** CERTIFICATE OF MAILING ***

I hereby certify that this correspondence is being deposited with the United States Postal Service with sufficient postage as first class mail in an envelope addressed to: Mail Stop Assignment Recordation Services, Director of the United States Patent and Trademark Office, P.O. Box 1450, Alexandria, VA 22313-1450.

on October 14, 2004
Date

Mark P. Crockett
Mark P. Crockett, Reg. No. 47,507

TRADEMARK
REEL: 003064 FRAME: 0887

**ASSIGNMENT OF MARKS AND
APPLICATIONS FOR REGISTRATION THEREOF**

WHEREAS, SecureAlert Telematics, Inc., a corporation of the state of Tennessee, with a business address at 10406 Jackson Oaks Way, Knoxville, TN 37922 (hereinafter "Assignor"), has filed applications in the United States Patent & Trademark Office to register the below listed marks:

Mark: POWERED BY SAT Serial No. 76/558,438 Filing Date: 11/12/2003 LNG File No. 58557.M1	Goods: Wireless devices for navigation and communication Services: Subscription based services provided over a global computer network for tracking the location of a wireless device and providing assistance
Mark: MOBILE SECURE LINK Serial No. 78/323,928 Filing Date: 11/06/2003 LNG File No. 58643.M1	Goods: Wireless devices for navigation and communication Services: Subscription based services provided over a global computer network for tracking the location of a wireless device and providing assistance
Mark: MOBILE SECURE ZONE Serial No. 78/323,936 Filing Date: 11/06/2003 LNG File No. 58644.M1	Goods: Wireless devices for navigation and communication Services: Subscription based services provided over a global computer network for tracking the location of a wireless device and providing assistance
Mark: KID ZONE Serial No. 78/323,899 Filing Date: 11/06/2003 LNG File No. 58645.M1	Goods: Wireless proximity alarms
Mark: KID LINK Serial No. 78/323,882 Filing Date: 11/06/2003 LNG File No. 58647.M1	Goods: Wireless locator beacons

WHEREAS, ProCon, Inc., a corporation of the state of Tennessee, with a business address at 10406 Jackson Oaks Way, Knoxville, TN 37922, of the United States (hereinafter "Assignee"), is desirous of acquiring all of Assignor's rights in said Marks and the above-identified applications for registration of the same.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor has assigned and hereby does assign unto Assignee all of Assignor's right, title and interest in and to the above identified marks and applications for registration of the marks, together with that portion of Assignor's business pertaining to the marks, the goodwill associated therewith, and all rights of action for infringement thereof.

The Commissioner of Patents & Trademarks is requested to issue the certificate of registrations for the marks of the applications to Assignee, ProCon, Inc.

SecureAlert Telematics, Inc.

Date 10/08/2004

By Brian M. Boling
Brian M. Boling
Chief Executive Officer

STATE OF TENNESSEE)
) ss
COUNTY OF KNOX)

Before me, a notary public of the state and county mentioned, personally appeared **BRIAN M. BOLING** with whom I am personally acquainted, and who, upon oath, acknowledged himself to be Chief Executive Officer of SecureAlert Telematics, Inc., the within named party, a corporation, and that he as such Chief Executive Officer, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Chief Executive Officer.

WITNESS my hand and seal, at office in Knoxville, TN, this 8 day of October, 2004.

Amsela Cox
Notary Public

My commission expires: 10/2004

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