

Form PTO-1594 (Rev. 07/05)
OMB Collection 0651-0027 (exp. 6/30/2008)

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

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

Surveillance Data, Ltd.

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

Citizenship (see guidelines) U.S.A.

Additional names of conveying parties attached? Yes No

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Video Monitoring Services of America, LP

Internal Address: _____

Address: _____

Street Address: 330 West 42nd Street

City: New York

State: New York

Country: U.S.A. Zip: 10036

- Association Citizenship _____
- General Partnership Citizenship _____
- Limited Partnership Citizenship New York
- Corporation Citizenship _____
- Other _____ Citizenship _____

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)

3. Nature of conveyance /Execution Date(s) :

Execution Date(s) September 15, 2005

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

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

2,631,604; 2,206,787; 2,415,262; 2,425,731

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

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

Name: Timothy D. Pecsénye, Esquire

Internal Address: Blank Rome LLP

9th Floor

Street Address: One Logan Square

City: Philadelphia

State: PA Zip: 19103-6998

Phone Number: 215-569-5819

Fax Number: 215-832-5619

Email Address: pecsenyet@blankrome.com

6. Total number of applications and registrations involved:

4

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ 115.00

- Authorized to be charged by credit card
- Authorized to be charged to deposit account
- Enclosed

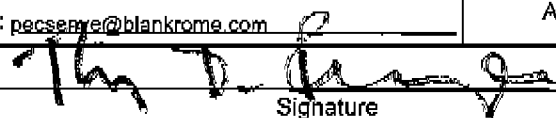
8. Payment Information:

a. Credit Card Last 4 Numbers _____
Expiration Date _____

b. Deposit Account Number 02-2555

Authorized User Name Timothy D. Pecsénye

9. Signature:



Signature

September 15, 2005

Date

Timothy D. Pecsénye

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 8

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Services, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

Additional Names of Conveying Parties of Assignment of Trademarks from
Surveillance Data, Ltd. to Video Monitoring Services of America, L.P.

Surveillance Data, Inc., a Pennsylvania corporation

Trakware, Inc., a Texas corporation

*Execution Copy***ASSIGNMENT OF TRADEMARKS AND TRADEMARK REGISTRATIONS**

This agreement made on the 15th day of September, 2005, among SURVEILLANCE DATA LTD., a Pennsylvania corporation, SURVEILLANCE DATA INC., a Pennsylvania corporation, and TRAKWARE, INC., a Texas corporation (each an "ASSIGNOR" and, collectively, the "ASSIGNORS"), and VIDEO MONITORING SERVICES OF AMERICA, LP, a New York limited partnership with its address at 330 West 42nd Street, New York, New York 10036 (the "ASSIGNEE").

WHEREAS, each ASSIGNOR has adopted and is using the trademarks set forth next to such ASSIGNOR's name on Schedule A (the "Marks") for which it owns certain federal registrations as identified on the schedule in the United States Patent and Trademark Office;

WHEREAS, ASSIGNEE is desirous of all right and title in and to said trademarks and the registrations thereof;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and intending to be legally bound hereby, ASSIGNORS do hereby assign, sell, and transfer to ASSIGNEE, its successors and assigns, all its right, title, and interest in and to said Marks, and the full exclusive benefit thereof, together with the goodwill of the business symbolized by and associated with said trademarks and trademark registrations thereof.

- SIGNATURES ON NEXT PAGE -

IN TESTIMONY WHEREOF, ASSIGNORS and ASSIGNEE have executed this Assignment of Trademarks and Trademark Registrations by a duly authorized officer.

SURVEILLANCE DATA, LTD.,
a Pennsylvania corporation

Dated: September 15, 2005

By: [Signature]
Name: Andrew Kress
Title: President

SURVEILLANCE DATA INC.,
a Pennsylvania corporation

Dated: September 15, 2005

By: [Signature]
Name: Andrew Kress
Title: President

TRAKWARE, INC.,
a Texas corporation

Dated: September 15, 2005

By: [Signature]
Name: Andrew Kress
Title: President

VIDEO MONITORING SERVICES OF
AMERICA, LP,
a New York limited partnership

By: Video Monitoring Services, Inc.,
its General Partner

Dated: September 15, 2005

By: [Signature]
Name: Peter P. Weingryn
Title: President

SCHEDULE A

**Assignment of Trademarks and Trademark Registrations from
Surveillance Data, Ltd., a Pennsylvania corporation, Surveillance Data Inc., a
Pennsylvania corporation, and Trakware, Inc., a Texas corporation, to Video Monitoring
Services of America, LP, a New York limited partnership**

<u>Mark</u>	<u>Owner</u>	<u>(Application Number) Registration Number</u>	<u>(Application Date) Registration Date</u>
EXOGEN	Surveillance Data Inc.	2,631,604	10/08/02
PRtrak	Trakware, Inc.	2,206,787	12/01/98
Smarter Intelligence	Surveillance Data Inc.	2,415,262	12/26/00
Textall	Surveillance Data Ltd.	2,425,731	01/30/01
Media Prominence Index	Surveillance Data Inc.	n/a	n/a
Share of Discussion	Surveillance Data Inc.	n/a	n/a



FAX TRANSMITTAL FORM

Date: September 15, 2005

	TO:	FIRM:	FAX NO.:	CONFIRMATION NO.:
To:	Mail Stop Assignment Recordation Services	Director of the U.S. Patent and Trademark Office	(703) 306-5995	

From:	Timothy D. Pecsénye
Phone:	215-569-5619
Fax:	215-832-5619
Email:	pecseny@blankrome.com
Atty No.:	1716

# of Pages: (include cover)	8
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Client/Matter #:	102367-00110
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ORIGINAL:		WHEN COMPLETED:	
Will Follow:	<input checked="" type="checkbox"/>	Call For Pickup:	<input checked="" type="checkbox"/>
Will Not Follow:	<input type="checkbox"/>	Send Interoffice:	<input type="checkbox"/>

COVER MESSAGE:

Re: Surveillance Data, Ltd.
 Recordal of Assignment of Trademark Registrations between
 Surveillance Data, Ltd., a Pennsylvania corporation,
 Surveillance Data, Inc., a Pennsylvania corporation,
 Trakware, Inc., a Texas Corporation, and
 Video Monitoring Services of America, L.P., a New York limited partnership

CONFIDENTIALITY NOTE:

The documents accompanying this fax transmission contain information, which may be confidential and/or legally privileged, from the law firm of Blank Rome LLP. The information is intended only for the use of the individual or entity named on this transmission sheet. If you are not the intended recipient, you are hereby notified that any disclosure, copying, distribution or the taking of any action in reliance on the contents of this faxed information is strictly prohibited, and that the documents should be returned to this firm immediately. If you have received this in error, please notify us by telephone immediately at the number listed above, collect, so that we may arrange for the return of the original documents to us at no cost to you. The unauthorized disclosure, use, or publication of confidential or privileged information inadvertently transmitted to you may result in criminal and/or civil liability.

TRANSMITTED BY:	DATE SENT:	TIME SENT:	TIME CALLED:
BUSY:	NO ANSWER:	WRONG NUMBER:	NO CONNECTION:

One Logan Square 18th & Cherry Streets, Philadelphia, PA 19103
 215.569.5500 Fax: 215.569.5555

www.BlankRome.com



Phone: (215) 569-5619
Fax: (215) 832-5619
Email: pecsenya@blankrome.com

September 15, 2005

VIA FACSIMILE (703) 306-5995

Mail Stop Assignment Recordation Services
 Director of the U.S. Patent and Trademark Office
 P.O. Box 1450
 Alexandria, VA 22313-1451

Re: Surveillance Data, Ltd.
 Recordal of Assignment of Trademark Registrations
 between Surveillance Data, Ltd., a Pennsylvania
 corporation, Surveillance Data, Inc., a
 Pennsylvania corporation, Trakware, Inc., a Texas
 Corporation, and Video Monitoring Services of
 America, L.P., a New York limited partnership

Dear Sir:

Enclosed for recordation is an "Assignment of Trademarks and Trademark Registrations" showing the assignment of the below-referenced marks from Surveillance Data, Ltd., a Pennsylvania corporation, Surveillance Data, Inc., a Pennsylvania corporation, and Trakware, Inc., a Texas corporation (collectively, "ASSIGNORS"), to Video Monitoring Services of America, L.P., a New York limited partnership ("ASSIGNEE"). This assignment and attached recordation cover sheet applies to the following trademark registrations:

Mark	Registration Number	Registration Date
EXOGEN	2,631,604	October 8, 2002
PRTRAK	2,206,787	December 1, 1998
SMARTER INTELLIGENCE	2,415,262	December 26, 2000
TEXTALL	2,425,731	January 30, 2005

One Logan Square 18th & Cherry Streets Philadelphia, PA 19103-6998
www.BlankRome.com

TRADEMARK



Mail Stop Assignment Recordation Services

September 15, 2005

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MEDIA PROMINENCE INDEX	n/a	n/a
SHARE OF DISCUSSION	n/a	n/a

Please charge all fees due in connection with the filing of this assignment document to our Deposit Account Number 02-2555. Should any questions arise concerning the recordation of this document, kindly contact me at (215) 569-5619.

Please send all correspondence and the original document stamped with reel and frame numbers to the following address:

Timothy D. Pecsénye, Esquire
 Blank Rome LLP
 One Logan Square
 Philadelphia, Pennsylvania 19103-6998
 Facsimile: (215) 832-5619

Thank you for your attention to this matter.

Sincerely yours,

A handwritten signature in black ink that reads "Timothy D. Pecsénye".

TIMOTHY D. PECSENYE

TDP:crm

cc: Edward F. Spaniel, Jr., Esquire

CERTIFICATE OF FACSIMILE

I hereby certify that this correspondence is being transmitted via facsimile addressed to the Director of the USPTO, Assignment Recordation Services, P.O. Box 1450, Alexandria, Virginia 22313-1450, on September 15, 2005.

A handwritten signature in black ink that reads "Christopher R. Miller".

Christopher R. Miller

TRADEMARK

REEL: 003198 FRAME: 0029

RECORDED: 09/15/2005