

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
3SI Security Systems, Inc.		02/28/2006	CORPORATION:
RECEIVING PARTY DATA			
Name:	Allied Capital Corporation, as Administrative Agent		
Street Address:	1919 Pennsylvania Avenue, N.W.		
City:	Washington		
State/Country:	DISTRICT OF COLUMBIA		
Postal Code:	20006		
Entity Type:	CORPORATION:		
PROPERTY NUMBERS Total: 13			
Property Type	Number	Word Mark	
Registration Number:	1190509	CURRENCY GUARD	
Registration Number:	1800549	FLEXPAC	
Registration Number:	2453818	OCTOPUS	
Registration Number:	2707378	OCTOPUS	
Registration Number:	2480516	SCORPION	
Registration Number:	2895520	SCORPION	
Registration Number:	1266973	SECURITY PAC	
Registration Number:	2769827	THINPAC	
Registration Number:	2769826	THINPAC	
Registration Number:	2814150	3SI SECURITY SYSTEMS	
Registration Number:	2747383	3SI SECURITY SYSTEMS	
Serial Number:	78392967	SCREAMERPAC	
Serial Number:	78392978	SCREAMERTRAY	

OP \$340.00 1190509

CORRESPONDENCE DATA

900043287

**TRADEMARK
 REEL: 003257 FRAME: 0241**

Fax Number: (704)339-3449
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 704-377-8149
Email: hphilips@rbh.com
Correspondent Name: Heather M. Philips, Paralegal
Address Line 1: 101 N. Tryon Street, Suite 1900
Address Line 4: Charlotte, NORTH CAROLINA 28277

ATTORNEY DOCKET NUMBER:	12714.01032
NAME OF SUBMITTER:	Heather M. Philips
Signature:	/Heather M. Philips/
Date:	03/02/2006

Total Attachments: 3
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**GRANT OF SECURITY INTEREST
IN PATENTS AND TRADEMARKS**

WHEREAS, 3SI Security Systems, Inc. (the "Pledgor") is the owner of the trademark registrations and applications in the United States Patent and Trademark Office as set forth on Schedule A attached hereto (all such trademark registrations and applications, collectively, the "Trademarks") and is the owner of the patents and patent applications listed on Schedule A attached hereto (all such patents and patent applications, collectively, the "Patents"); and

WHEREAS, the Pledgor has entered into a Security Agreement (as amended, modified, restated or supplemented from time to time, the "Security Agreement"), dated as of February 28, 2006, in which the Pledgor has agreed with Allied Capital Corporation, as Administrative Agent (the "Administrative Agent"), with offices at 1919 Pennsylvania Avenue N.W., Washington, D.C. 20006, to execute this Security Grant;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, as security for the payment and performance of the Secured Obligations (as defined in the Security Agreement), the Pledgor does hereby grant to the Administrative Agent a security interest in all of its right, title and interest in and to the Trademarks and the Patents, together with all proceeds and products thereof and the goodwill of the businesses symbolized by the Trademarks. This Security Grant has been given in conjunction with the security interest granted to the Administrative Agent under the Security Agreement, and the provisions of this Security Interest are not intended to limit, restrict, supplement or amplify the provisions of the Security Agreement, which are incorporated herein by this reference.

3SI SECURITY SYSTEMS, INC.

By: Thomas Overfeld

Title: President

State of Pennsylvania

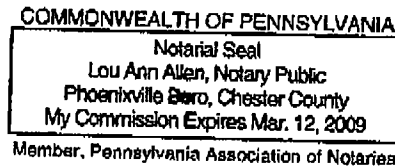
County of Chester

Before me appeared Thomas Overfeld, the person who signed this instrument, who acknowledged that he/she signed it as a free act on his/her own behalf or on behalf of the identified corporation or other juristic entity with authority to do so.

This 28th day of February, 2006.

Lou Ann Allen
Notary Public

(Seal)



My Commission Expires: 3-12-09

[Signature Page to Grant of Security Interest]

SCHEDULE A

TRADEMARKS AND TRADEMARK APPLICATIONS

<u>Pledgor</u>	<u>Mark</u>	<u>Application or Registration No.</u>	<u>Country</u>	<u>Issue or Filing Date</u>
	CURRENCY			
3SI Security Systems, Inc.	GUARD	1,190,509	USA	02/23/82
3SI Security Systems, Inc.	FLEXPAC	1,800,549	USA	10/26/93
3SI Security Systems, Inc.	OCTOPUS	2,453,818	USA	05/22/01
	OCTOPUS &			
3SI Security Systems, Inc.	DESIGN	2,707,378	USA	04/15/03
3SI Security Systems, Inc.	SCORPION	2,480,516	USA	08/21/01
3SI Security Systems, Inc.	SCORPION LOGO	2,895,520	USA	10/19/04
3SI Security Systems, Inc.	SECURITY PAC	1,266,973	USA	02/14/84
3SI Security Systems, Inc.	THINPAC	2,769,827	USA	09/30/03
	THINPAC &			
3SI Security Systems, Inc.	DESIGN	2,769,826	USA	09/30/03
	3SI SECURITY			
3SI Security Systems, Inc.	SYSTEMS	2,814,150	USA	02/10/04
3SI Security Systems, Inc.	3SI LOGO	2,747,383	USA	08/05/05
3SI Security Systems, Inc.	SCREAMER PAC	78-392,967	USA	03/30/04
3SI Security Systems, Inc.	SCREAMER TRAY	78-392,978	USA	03/30/04

PATENTS AND PATENT APPLICATIONS

<u>Pledgor</u>	<u>Application or Registration No.</u>	<u>Country</u>	<u>Issue or Filing Date</u>
3SI Security Systems, Inc.	4,975,680	USA	12/14/90
3SI Security Systems, Inc.	5,410,295	USA	04/25/95
3SI Security Systems, Inc.	5,732,638	USA	03/31/98
3SI Security Systems, Inc.	5,449,400	USA	09/12/95
3SI Security Systems, Inc.	5,059,949	USA	10/22/91
3SI Security Systems, Inc.	5,448,223	USA	09/05/95
3SI Security Systems, Inc.	5,515,032	USA	05/07/96
3SI Security Systems, Inc.	5,734,325	USA	03/31/98
3SI Security Systems, Inc.	6,568,336	USA	05/27/03
3SI Security Systems, Inc.	6,552,660	USA	04/22/03
3SI Security Systems, Inc.	5,196,828	USA	03/23/93
3SI Security Systems, Inc.	5,484,143	USA	01/16/96
3SI Security Systems, Inc.	10/508,416	USA	03/21/03
3SI Security Systems, Inc.	10/656,737	USA	09/05/03
3SI Security Systems, Inc.	10/659,082	USA	09/10/03
3SI Security Systems, Inc.	10/656,519	USA	09/05/03
3SI Security Systems, Inc.	10/912,392	USA	07/05/04
* 3SI Security Systems, Inc.	5,485,143	USA	01/16/96
* 3SI Security Systems, Inc.	5,196,828	USA	03/23/93

* Undisclosed patents

C-967254v3 12714.01032

RECORDED: 03/02/2006

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