

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
Universal Security Solutions		12/22/2006	PARTNERSHIP: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Comerica Bank		
Street Address:	2321 Rosecrans Ave		
City:	El Segundo		
State/Country:	CALIFORNIA		
Postal Code:	90245		
Entity Type:	a Banking Corporation: MICHIGAN		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	3106268	UNIVERSAL PROTECTION SERVICE	
CORRESPONDENCE DATA			
Fax Number:	(313)496-8454		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	313-963-6420		
Email:	schultz@millercafield.com		
Correspondent Name:	Joni M. Thrower		
Address Line 1:	150 West Jefferson Ave		
Address Line 2:	Suite 2500		
Address Line 4:	Detroit, MICHIGAN 48226		
ATTORNEY DOCKET NUMBER:	125055-355		
NAME OF SUBMITTER:	Joni M. Thrower		
Signature:	/jonimthrower/		
Date:	02/09/2007		

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Total Attachments: 3

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GRANT OF SECURITY INTEREST IN TRADEMARKS

FOR VALUABLE CONSIDERATION, the receipt and adequacy of which is acknowledged, UNIVERSAL SECURITY SOLUTIONS, a California general partnership ("Grantor"), grants to COMERICA BANK, a Michigan banking corporation, as agent for the Banks (in such capacity, "Agent") and the financial institutions (the "Banks") that are parties to the Credit Agreement dated December 22, 2006 ("Credit Agreement"), made among the Banks, Grantor, and Agent, a security interest and all of Grantor's right, title and interest in and to the following whether existing now or later or on which Grantor now has or later acquires an interest, and wherever the same may be located ("Trademark Collateral"):

1. All rights, title and interest (including rights acquired pursuant to a license or otherwise, but only to the extent permitted by the agreements governing such license or other use and without resulting in the abandonment, invalidation or unenforceability of any right, title or interest of Grantor therein) in and to the following trademarks (collectively, the "Trademarks") described on Exhibit "A".
2. All proceeds, products, rents and profits of or from any and all the foregoing Trademark Collateral and, to the extent not otherwise included, all payments under insurance (whether or not Agent and Banks are the loss payee), or any indemnity, warranty or guaranty, payable by reason of loss or damage to or otherwise in respect of any of the foregoing Trademark Collateral. For these purposes, the term "Proceeds" includes whatever is received or receivable when any Trademark Collateral or other proceeds are sold, exchanged, collected or otherwise disposed of, whether such disposition is voluntary or involuntary.

Grantor has granted the security interest under this instrument pursuant to the terms of a Security Agreement of even date herewith ("Security Agreement") made by Grantor to Agent for the purposes of security as provided in the Security Agreement. Grantor acknowledges and affirms that the rights, privileges and remedies of Agent for and on behalf of the Banks with respect to the security interest in the Trademark Collateral granted in this instrument are more fully set forth in the Security Agreement, the terms and provisions of which are incorporated in this instrument by this reference.

Grantor has executed and delivered this Grant of Security Interest in Trademarks as of December 22, 2006.

Principal Place of Business:

1551 N. Tustin Avenue, Suite 650
Santa Ana, California 92705

UNIVERSAL SECURITY SOLUTIONS,
a California general partnership

By: Jolini Corporation,
a California corporation
Its: Managing Partner


By: 
Name: Brian K. Cescolini
Its:

Exhibit "A"
Trademarks

Trademark	Registration Date	Number	Renewal Date (if any)

Int. Cl.: 45

Prior U.S. Cls.: 100 and 101

Reg. No. 3,106,268

United States Patent and Trademark Office

Registered June 28, 2006

**SERVICE MARK
PRINCIPAL REGISTER**

**UNIVERSAL
PROTECTION SERVICE**

UNIVERSAL SECURITY SOLUTIONS (CALIFORNIA PARTNERSHIP)
SUITE 650
1551 NORTH TUSTIN AVENUE
SANTA ANA, CA 92705

FIRST USE 8-1-1987; IN COMMERCE 8-1-1987.

THE MARK CONSISTS OF STANDARD CHARACTERS WITHOUT CLAIM TO ANY PARTICULAR FONT, STYLE, SIZE, OR COLOR.

FOR: SECURITY GUARD SERVICES, NAMELY PROVISION OF UNIFORMED, UNARMED SECURITY PROFESSIONALS; SECURITY CONSULTING SERVICES IN THE FIELDS OF FIRE AND LIFE SAFETY, AND EMERGENCY AND TERRORISM RESPONSE; AND DESIGN AND IMPLEMENTATION OF SECURITY PROGRAMS, INCLUDING STANDING, PATROL AND CONSOLE SECURITY, FIRE AND LIFE SAFETY, AND EMERGENCY AND TERRORISM RESPONSE, IN CLASS 45 (U.S. CLS. 100 AND 101).

NO CLAIM IS MADE TO THE EXCLUSIVE RIGHT TO USE PROTECTION SERVICE, APART FROM THE MARK AS SHOWN.

SER. NO. 78-567,645, FILED 2-15-2005.

ANNE E. GUSTASON, EXAMINING ATTORNEY