

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
B.I. Incorporated		05/15/2008	CORPORATION: COLORADO

RECEIVING PARTY DATA	
Name:	General Electric Capital Corporation, as Agent
Street Address:	201 Merritt 7, 6th Floor
City:	Norwalk
State/Country:	CONNECTICUT
Postal Code:	06856-5201
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 23

Property Type	Number	Word Mark
Registration Number:	2756906	ACCUTRAX
Registration Number:	2887948	BEHAVIORAL INTERVENTIONS
Registration Number:	2697736	BI
Registration Number:	2848852	BI CELLULAR
Registration Number:	1788412	BI PROFILE
Serial Number:	77221719	BI TOTALACCESS
Registration Number:	2695057	BI VOICEID
Registration Number:	2695411	DRIVE-BI
Registration Number:	2935437	EXACUTRACK
Serial Number:	78683487	GROUPGUARD
Registration Number:	3203565	GROUPGUARD PLUS
Registration Number:	2407060	GUARDCENTER
Registration Number:	2488374	GUARDLINK
Registration Number:	2574311	GUARDSERVER

OP \$590.00 2756906

Registration Number:	2513121	GUARDWARE
Registration Number:	3269746	HOMECELL
Registration Number:	2633464	HOMEGUARD
Registration Number:	2806420	JURISMONITOR
Registration Number:	2894891	JURISMONITOR
Registration Number:	2466414	REPORTGUARD
Registration Number:	2307826	SOBRIETOR
Registration Number:	2606152	VOICEID
Serial Number:	77530283	BI SELF REPORT

CORRESPONDENCE DATA

Fax Number: (312)993-9767

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

Phone: 312-993-2698

Email: magdalini.rizakos@lw.com

Correspondent Name: Magdalini Rizakos c/o Latham & Watkins

Address Line 1: 233 South Wacker Drive, Suite 5800

Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER:	Magdalini Rizakos
Signature:	/mr/
Date:	08/15/2008

Total Attachments: 4

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**GRANT OF SECURITY INTEREST
IN UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, B.I. Incorporated, a Colorado corporation (the “Grantor”) with principal offices at 6400 Lookout Road, Boulder, Colorado 80301, hereby grants to General Electric Capital Corporation, as Agent, with principal offices at 500 W. Monroe Street, Chicago, IL 60661 (the “Grantee”), a continuing security interest in (i) all of the Grantor’s right, title and interest in, to and under to the United States trademarks, trademark registrations and trademark applications (the “Marks”) set forth on Schedule A attached hereto, (ii) all Proceeds (as such term is defined in the Guaranty and Collateral Agreement referred to below) and products of the Marks, (iii) the goodwill of the businesses with which the Marks are associated and (iv) all causes of action arising prior to or after the date hereof for infringement of any of the Marks or unfair competition regarding the same; it being understood that with respect to United States intent-to-use trademark applications included in the Trademarks, the grant of the security interest hereunder shall not apply until and unless a statement of use or an amendment to allege use has been filed and accepted by the United States Patent and Trademark Office.

THIS GRANT is made to secure the satisfactory performance and payment of all the Obligations of the Grantor, as such term is defined in the Guaranty and Collateral Agreement among the Grantor, the other assignors from time to time party thereto and the Grantee, dated as of August 15, 2008 (as amended, modified, restated and/or supplemented from time to time, the “Guaranty and Collateral Agreement”).

This Grant has been granted in conjunction with the security interest granted to the Grantee under the Guaranty and Collateral Agreement. The rights and remedies of the parties hereto with respect to the security interest granted herein are as set forth in the Guaranty and Collateral Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Grant are deemed to conflict with the Guaranty and Collateral Agreement, the provisions of the Guaranty and Collateral Agreement shall govern.

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IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 15th day
of August, 2008.

B.I. INCORPORATED, Grantor

By *[Signature]*
Name: *William Bradley Cooper*
Title: **EXECUTIVE VICE PRESIDENT**

GENERAL ELECTRIC CAPITAL
CORPORATION, as Agent and Grantee

By _____
Name:
Title:

[Signature Page to Grant of Security Interest in Trademarks]

IN WITNESS WHEREOF, the undersigned have executed this Grant as of the 15th day of August, 2008.


B.I. INCORPORATED, Grantor

By _____

Name:

Title:

GENERAL ELECTRIC CAPITAL CORPORATION, as Agent and Grantee

By 

Name: Scott James Lerner

Title: Duly Authorized Signatory

[Signature Page to Grant of Security Interest in Trademarks]

TRADEMARK
REEL: 003836 FRAME: 0089

SCHEDULE A

Trademarks:

<u>Mark</u>	<u>Serial Number</u>	<u>Registration Number</u>	<u>Due Date</u>
ACCUTRAX	76/243,395	2,756,906	8/26/2009
BEHAVIORAL	76/523,691	2,887,948	9/21/2010
INTERVENTIONS			
BI (AND DESIGN)	T02/17781F	T02/17781F	6/3/2012
BI (AND DESIGN)	200218331		11/21/2012
BI (AND DESIGN) BI LOGO	76/417,258	2,697,736	3/18/2009
BI (AND DESIGN) BI LOGO	934,961	934,961	11/20/2012
BI (AND DESIGN) BI LOGO	1159834	607202	4/7/2019
BI (AND DESIGN) BI LOGO	002940393	002940393	11/19/2012
BI CELLULAR	76/466,307	2,848,852	6/1/2010
BI PROFILE	74/333,345	1,788,412	8/17/2013
BI TOTALACCESS	77/221,719		6/4/2008
BI VOICEID	76/345,976	2,695,057	3/11/2009
DRIVE-BI	76/399,311	2,695,411	3/11/2009
EXACUTRACK	76/515,606	2,935,437	3/22/2011
GROUPGUARD	78/683,487		9/25/2008
GROUPGUARD PLUS	78/683,491	3,203,565	1/30/2013
GUARDCENTER	75/594,440	2,407,060	11/21/2010
GUARDLINK	75/660,400	2,488,374	
GUARDLINK	1081194	575,255	2/10/2018
GUARDSERVER	75/911,565	2,574,311	5/28/2012
GUARDSERVER	1,070,182	616437	8/19/2020
GUARDWARE	75/660,401	2,513,121	11/27/2011
GUARDWARE	1,028,849	545,174	5/16/2016
HOMECELL	78/683,472	3,269,746	7/24/2013
HOMEGUARD	75/912,760	2,633,464	10/8/2012
HOMEGUARD	1,070,183	597,979	12/18/2018
JURISMONITOR	76/481,760	2,806,420	1/20/2010
JURISMONITOR	76/552,995	2,894,891	10/19/2010
REPORTGUARD	75/718,390	2,466,414	
SOBRIETOR	75/388,252	2,307,826	1/11/2010
SOBRIETOR	878341	524,986	5/15/2015
SOBRIETOR	821371	000821371	
VOICEID	76/185,995	2,606,152	

Applications:

<u>Type</u>	<u>Application/Serial Number</u>	<u>Date Filed</u>
Trademark/Service Mark	77/530,283	July 24, 2008