

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	09/23/2008

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sonitrol Corporation		09/23/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Stanley Convergent Security Solutions, Inc.
Street Address:	1000 Stanley Drive
City:	New Britain
State/Country:	CONNECTICUT
Postal Code:	06053
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 6

Property Type	Number	Word Mark
Registration Number:	2050392	SMARTAUDIO
Registration Number:	2850848	SONAVISION
Registration Number:	0912681	SONITROL
Registration Number:	2623863	SONITROL
Registration Number:	2505139	SONNT
Registration Number:	1188998	SOUND SECURITY

CORRESPONDENCE DATA

Fax Number: (202)857-6395
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: davis.jim@arentfox.com
 Correspondent Name: James R. Davis, II
 Address Line 1: 1050 Connecticut Avenue, NW
 Address Line 2: Arent Fox LLP
 Address Line 4: Washington, DISTRICT OF COLUMBIA 20036

TRADEMARK

OP \$165.00 2050392

ATTORNEY DOCKET NUMBER:	022686.00790
NAME OF SUBMITTER:	James R. Davis, II
Signature:	/jrd/
Date:	02/06/2009

Total Attachments: 8

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

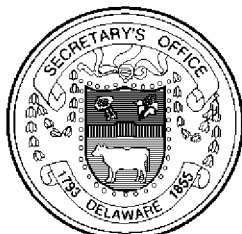
"SONITROL CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "STANLEY CONVERGENT SECURITY SOLUTIONS, INC."
UNDER THE NAME OF "STANLEY CONVERGENT SECURITY SOLUTIONS, INC.",
A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE
TWENTY-THIRD DAY OF SEPTEMBER, A.D. 2008, AT 2:08 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2008, AT 11:59 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3792150 8100M

080978160



You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 6870914

DATE: 09-24-08

TRADEMARK
REEL: 003931 FRAME: 0616

CERTIFICATE OF OWNERSHIP

MERGING

SONITROL CORPORATION

INTO

STANLEY CONVERGENT SECURITY SOLUTIONS, INC.

(Subsidiary into parent pursuant to Section 253 of the General Corporation Law of Delaware)

STANLEY CONVERGENT SECURITY SOLUTIONS, INC., a corporation incorporated on the 19TH day of April, 2004, pursuant to the provisions of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

FIRST: That this corporation owns all of the outstanding shares of the capital stock of **SONITROL CORPORATION**, a corporation incorporated on the 20th day of July, 1984, pursuant to the provisions of the General Corporation Law of the State of Delaware.

SECOND: That the Corporation, pursuant to the resolution of its Board of Directors, attached hereto and made a part hereof as Exhibit A, duly adopted by unanimous consent in lieu of a meeting of the Board of Directors dated September 23, 2008, determined to and did merge Sonitrol Corporation with and into the Corporation, by the adoption thereof, effective at 11:59 p.m. on September 27, 2008.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized officer this 23rd day of September, 2008.

STANLEY CONVERGENT SECURITY SOLUTIONS, INC.

By: Kara J. Dean

Name: Kara J. Dean

Title: Assistant Secretary

**UNANIMOUS WRITTEN CONSENT OF THE
BOARD OF DIRECTORS OF
STANLEY CONVERGENT SECURITY SOLUTIONS, INC.
a Delaware corporation**

The undersigned, being all of the directors of STANLEY CONVERGENT SECURITY SOLUTIONS, INC., a Delaware corporation (the "Corporation"), pursuant to Section 141(f) of the General Corporation Law of Delaware, do hereby consent and agree that the following resolutions be, and they hereby are, adopted by the Board of Directors of the Corporation:

WHEREAS, the Corporation is the owner of all of the issued and outstanding shares of capital stock of Sonitrol Corporation, a Delaware corporation ("Sonitrol"); and

WHEREAS, the Directors of the Corporation believe it to be in the best interest of the Corporation to merge Sonitrol with and into the Corporation in accordance with the terms and provisions of the Plan of Merger (the "Plan") substantially in the form attached hereto as Exhibit A:

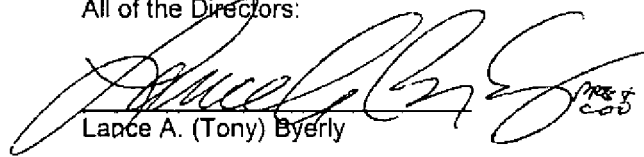
NOW THEREFORE BE IT RESOLVED, that the Plan of Merger substantially in the form attached hereto as Exhibit A be, and it hereby is, approved and adopted; and

FURTHER RESOLVED, that the officers of the Corporation be, and each of them singly is, authorized and directed, by and behalf of the Corporation to take any and all actions and expend such funds as are reasonably necessary to facilitate and carry out the merger of the Corporation with and into Sonitrol, including but not limited to, the execution and delivery of a Plan of Merger substantially in the form attached hereto as Exhibit A with such changes as any officer of the Corporation may in his or her discretion approve, such approval to be conclusively evidenced by the execution and delivery thereof.

[SIGNATURES APPEAR ON NEXT PAGE]

The undersigned, being all of the Directors of the Corporation, consent to, ratify, approve, and confirm the foregoing actions as of September 23, 2008.

All of the Directors:

 Lance A. (Tony) Byerly
1708 5
COB

D. Brett Bontrager

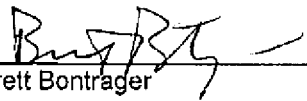
Bruce H. Beatt

Craig A. Douglas

The undersigned, being all of the Directors of the Corporation, consent to, ratify, approve, and confirm the foregoing actions as of September 23, 2008.

All of the Directors:

Lance A. (Tony) Byerly



D. Brett Bontrager

Bruce H. Beatt

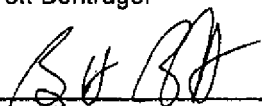
Craig A. Douglas

The undersigned, being all of the Directors of the Corporation, consent to, ratify, approve, and confirm the foregoing actions as of September 23, 2008.

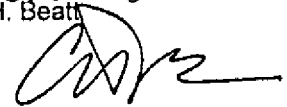
All of the Directors:

Lance A. (Tony) Byerly

D. Brett Bontrager



Bruce H. Beatt



Craig A. Douglas

EXHIBIT A

PLAN OF MERGER

This **PLAN OF MERGER** ("Plan"), dated as of September 23, 2008, is by and between **Stanley Convergent Security Solutions, Inc.**, a Delaware corporation (sometimes referred to in this Agreement as the "Corporation") and **Sonitrol Corporation.**, a Delaware corporation ("Sonitrol").

WHEREAS, the Corporation owns one hundred percent (100%) of the issued and outstanding shares of each class of capital stock of Sonitrol;

WHEREAS, the respective Boards of Directors of the Corporation and Sonitrol deem it advisable and in the best interest of the Corporation and Sonitrol that Sonitrol be merged with and into the Corporation with the Corporation as the surviving entity (the "Merger"); and

WHEREAS, the respective Boards of Directors of the Corporation and Sonitrol have each approved and adopted this Plan and approved the Merger in accordance with the applicable provisions of the Delaware General Corporation Law and upon the terms and conditions set forth in this Plan.

NOW, THEREFORE, in consideration of the agreements contained herein and intending to be legally bound hereby, the parties agree as follows:

ARTICLE I
Surviving Corporation

In accordance with the applicable provisions of the Delaware General Corporation Law, Sonitrol shall be merged with and into Stanley Convergent Security Solutions, Inc. Stanley Convergent Security Solutions, Inc. shall be the surviving corporation and is herein sometimes referred to as the "Surviving Corporation."

ARTICLE II
Effect of the Merger

Effective Date. The Merger shall become effective as of September 27, 2008 at 11:58 p.m. (the "Effective Date").

Effects of the Merger. At the Effective Date, (i) the separate existence of Sonitrol shall cease and Sonitrol shall be merged with and into the Corporation, and (ii) the Articles of Incorporation of the Corporation shall remain unchanged and shall be the Articles of Incorporation of the Surviving Corporation.

ARTICLE III
Manner and Basis of Converting the Shares

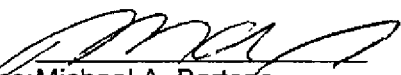
At the Effective Date, all of the assets and liabilities of Sonitrol shall become assets and liabilities of the Corporation, and all shares of Sonitrol capital stock then issued and outstanding shall, by virtue of the Merger and without any action on the part of the holder thereof or either the Corporation or Sonitrol, be cancelled and retired and cease to exist.

ARTICLE IV
General Provisions


Entire Agreement; No Third-party Beneficiaries. This Plan (including any documents and instruments referred to herein) (a) constitutes the entire agreement and supercedes all prior agreements and understandings, both written and oral, between the parties with respect to the subject matter of this Plan, and (b) is not intended to confer upon any person other than the parties the rights or remedies herein.

IN WITNESS WHEREOF, the Corporation and Sonitrol have caused this Plan to be signed by their respective officers thereunto duly authorized, all as of the date first written above.

STANLEY CONVERGENT SECURITY SOLUTIONS, INC.

By: 
Name: Michael A. Bartone
Title: Vice President, Corporate Tax

SONITROL CORPORATION

By: 
Name: Craig A. Douglas
Title: Vice President and Treasurer