

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:		NEW ASSIGNMENT	
NATURE OF CONVEYANCE:		Conversion	
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Universal Security Solutions		12/31/2009	PARTNERSHIP: CALIFORNIA
RECEIVING PARTY DATA			
Name:	Universal Protection Service, LP		
Composed Of:	COMPOSED OF Universal Protection Service GP, Inc., a California corporation, and Universal Services of America, LP, a California limited partnership		
Street Address:	1551 North Tustin Avenue		
Internal Address:	Suite 650		
City:	Santa Ana		
State/Country:	CALIFORNIA		
Postal Code:	92705		
Entity Type:	LIMITED PARTNERSHIP: CALIFORNIA		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	3106268	UNIVERSAL PROTECTION SERVICE	
Registration Number:	3116465	U UNIVERSAL PROTECTION SERVICE	
CORRESPONDENCE DATA			
Fax Number:	(949)833-3445		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	949-851-9001		
Email:	jresnick@vrslaw.net		
Correspondent Name:	Jeffrey M. Resnick		
Address Line 1:	4400 MacArthur Blvd		
Address Line 2:	Suite 900		
Address Line 4:	Newport Beach, CALIFORNIA 92660		
ATTORNEY DOCKET NUMBER:	3947-03		

OP \$65.00 3106268

900157808

**TRADEMARK
 REEL: 004172 FRAME: 0825**

NAME OF SUBMITTER:	Jeffrey M. Resnick
Signature:	/jeffrey resnick/
Date:	03/23/2010
Total Attachments: 4 source=conversion USS GP to UPS LP#page1.tif source=conversion USS GP to UPS LP#page2.tif source=conversion USS GP to UPS LP#page3.tif source=conversion USS GP to UPS LP#page4.tif	

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME: UNIVERSAL PROTECTION SERVICE, LP

FILE NUMBER: 200936500002
FORMATION DATE: 12/31/2009
TYPE: DOMESTIC LIMITED PARTNERSHIP
JURISDICTION: CALIFORNIA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify

The records of this office indicate the entity is authorized to exercise all of its powers, rights and privileges in the State of California

No information is available from this office regarding the financial condition, business activities or practices of the entity



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of December 31, 2009

A handwritten signature in black ink that reads "Debra Bowen".

DEBRA BOWEN
Secretary of State

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of this office.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

DEC 31 2009

A handwritten signature in black ink that reads "Debra Bowen".

DEBRA BOWEN
Secretary of State



**State of California
Secretary of State**

LP-1A

File # **200936500002**

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

DEC 31 2009

**CERTIFICATE OF LIMITED PARTNERSHIP -
CONVERSION**

IMPORTANT — Read all instructions before completing this form.

This Space For Filing Use Only

CONVERTED ENTITY INFORMATION

1 NAME OF LIMITED PARTNERSHIP (End the name with the words "Limited Partnership" or the abbreviation "LP" or "L P")

Universal Protection Service, LP

2 NAMES AND ADDRESSES OF ALL GENERAL PARTNERS (ATTACH ADDITIONAL PAGES, IF NECESSARY)

NAME	ADDRESS	CITY	STATE	ZIP CODE
Universal Protection Service GP Inc.	1551 N. Tustin Ave #650	Santa Ana	CA	92705
NAME	ADDRESS	CITY	STATE	ZIP CODE

3 ADDRESS OF INITIAL DESIGNATED OFFICE IN CALIFORNIA

1551 N. Tustin Ave. Suite 650

CITY

Santa Ana

STATE

CA

ZIP CODE:

92868

4 NAME OF INITIAL AGENT FOR SERVICE OF PROCESS (If the initial agent is an individual, the agent must reside in California and both items 4 and 5 must be completed. If the initial agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and item 4 must be completed (leave item 5 blank))

CT CORPORATION SYSTEM

5 IF AN INDIVIDUAL, CA ADDRESS OF INITIAL AGENT FOR SERVICE OF PROCESS

CITY

STATE

ZIP CODE

CA

CONVERTING ENTITY INFORMATION

6 NAME OF CONVERTING ENTITY

Universal Security Solutions

7 FORM OF ENTITY

General Partnership

8 JURISDICTION

California

9. CA SECRETARY OF STATE FILE NUMBER, IF ANY

302001205003

10 THE PRINCIPAL TERMS OF THE PLAN OF CONVERSION WERE APPROVED BY A VOTE OF THE NUMBER OF INTERESTS OR SHARES OF EACH CLASS THAT EQUATED OR EXCEEDED THE VOTE REQUIRED IF A VOTE WAS REQUIRED, PROVIDE THE FOLLOWING FOR EACH CLASS

STATE THE CLASS AND NUMBER OF OUTSTANDING INTERESTS ENTITLED TO VOTE AND THE PERCENTAGE VOTE REQUIRED OF EACH CLASS

GENERAL PARTNERSHIP INTEREST 100%

100%

ADDITIONAL INFORMATION

11 ADDITIONAL INFORMATION SET FORTH ON THE ATTACHED PAGES, IF ANY, IS INCORPORATED HEREIN BY THIS REFERENCE AND MADE A PART OF THIS CERTIFICATE.

12 I CERTIFY UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE STATE OF CALIFORNIA THAT THE FOREGOING IS TRUE AND CORRECT OF MY OWN KNOWLEDGE I DECLARE I AM THE PERSON WHO EXECUTED THIS INSTRUMENT, WHICH EXECUTION IS MY ACT AND DEED

DATE

SIGNATURE OF AUTHORIZED PERSON

SIGNATURE OF AUTHORIZED PERSON

SEE EXHIBIT A ATTACHED HERETO

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

TYPE OR PRINT NAME AND TITLE OF AUTHORIZED PERSON

EXHIBIT A
TO CERTIFICATE OF LIMITED PARTNERSHIP - CONVERSION
OF
UNIVERSAL PROTECTION SERVICE, LP

Item 12. - Signatures

I certify under penalty of perjury under the laws of the State of California that the foregoing is true and correct of my own knowledge. I declare I am the person who executed this instrument, which execution is my act and deed.

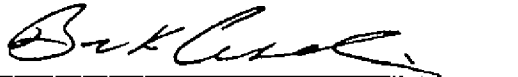
Date: December 31, 2009



Brian K. Cescolini
President
for Universal Protection Service GP, Inc.,
a California corporation,
General Partner



Brian K. Cescolini
President
for Universal Services of America, Inc.,
a California corporation,
General Partner



Brian K. Cescolini
Manager
for Cescones Holdings, LLC,
a Delaware limited liability company,
General Partner

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