

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Sielox, LLC		12/31/2010	LIMITED LIABILITY COMPANY: DELAWARE

RECEIVING PARTY DATA

Name:	HGW Acquisition Company, LLC
Street Address:	225 South Sixth Street
Internal Address:	Suite 3500
City:	Minneapolis
State/Country:	MINNESOTA
Postal Code:	55402
Entity Type:	LIMITED LIABILITY COMPANY: MINNESOTA

PROPERTY NUMBERS Total: 8

Property Type	Number	Word Mark
Registration Number:	2957481	FILE MASTER
Registration Number:	3395272	LANLINK
Registration Number:	1841256	MIRAGE SG
Registration Number:	3358297	PINNACLE
Registration Number:	3295334	SIELOX
Registration Number:	3033840	THRESHOLDACCESS
Serial Number:	85185889	MIRAGE
Serial Number:	85185885	PROXIMITY PLUS

CORRESPONDENCE DATA

Fax Number: (612)604-6818
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Email: molsen@winthrop.com, jrezac@winthrop.com
 Correspondent Name: Michael T. Olsen

900180859

**TRADEMARK
 REEL: 004449 FRAME: 0556**

OP \$215.00 2957481

Address Line 1: 225 South Sixth Street
Address Line 2: Capella Tower, Suite 3500
Address Line 4: Minneapolis, MINNESOTA 55402

ATTORNEY DOCKET NUMBER:	15350.1
NAME OF SUBMITTER:	Michael T. Olsen
Signature:	/mto/
Date:	01/10/2011

Total Attachments: 6
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TRADEMARK ASSIGNMENT AND ASSUMPTION

This Trademark Assignment and Assumption Agreement ("Assignment") is made on this 31st day of December, 2010, between SIELOX, LLC, a Delaware limited liability company ("Assignor"), and HGW ACQUISITION COMPANY, LLC, a Minnesota limited liability company ("Assignee").

WHEREAS, Assignor and Assignee have entered into an Asset Purchase Agreement, dated December 31, 2010 (the "Asset Purchase Agreement") (capitalized terms used herein and not otherwise defined shall have the meanings ascribed to such terms in the Asset Purchase Agreement);

WHEREAS, Assignor is the owner of all right, title and interest in and to the marks listed on the attached Schedule A and Schedule B, the federal applications and registrations therefor, and the common law rights therein (collectively, the "Marks"), together with the goodwill of the Business developed through the use of the Marks;

WHEREAS, Assignee is desirous of acquiring all of Assignor's rights in and to the Marks, together with the goodwill of the Business symbolized thereby; and

WHEREAS, this Assignment may be recorded by Assignee in its sole discretion as it deems appropriate with the United States Patent and Trademark Office.

NOW, THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, Assignor hereby sells, assigns, transfers and sets over to Assignee, its entire right, title, interest in and to the Marks, and the goodwill of the Business associated with the Marks, including the right to sue for and receive all damages from past and future infringements of the Marks, the same to be held and enjoyed by Assignee, its successors and assigns.

The interpretation and performance of this Assignment shall be governed by and in accordance with the laws of the State of New Jersey without regard to such State's conflicts of law principles.

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IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed on the date first above written.

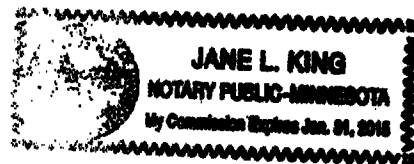
HGW ACQUISITION COMPANY, LLC

By: *Richard A. Abel*
Name: Richard A. Abel
Title: Chief Manager

STATE OF Minnesota
COUNTY OF Worship

On this 31 day of December 2010, before me, a Notary Public in and for the State and County above, personally appeared Richard A. Abel, known by me to be the person above named and an officer of HGW Acquisition Company, LLC, who is duly authorized to execute this Assignment on behalf of HGW Acquisition Company, LLC, and who signed and executed the foregoing instrument on behalf of HGW Acquisition Company, LLC.

Notary Public: *Jane L. King*
My Commission Expires: 1-31-2015



[SIGNATURE PAGE TO
TRADEMARK ASSIGNMENT AND
ASSUMPTION AGREEMENT]

IN WITNESS WHEREOF, the parties have caused this Assignment to be duly executed on the date first above written.

SIELOX, LLC

By: 

Name: MELVYN BRUNT

Title: SECRETARY

STATE OF NEW JERSEY

COUNTY OF OCEAN

On this 31st day of December 2010, before me, a Notary Public in and for the State and County above, personally appeared Melvyn Brunt, known by me to be the person above named and an officer of Sielox, LLC, who is duly authorized to execute this Assignment on behalf of Sielox, LLC, and who signed and executed the foregoing instrument on behalf of Sielox, LLC.

Notary Public: Carol Brunt

My Commission Expires: 8-4-2015

TRADEMARK

REEL: 004449 FRAME: 0560

SCHEDULE A

<u>Word Mark</u>	<u>Registration/Serial No.:</u>	<u>Goods</u>	<u>Status</u>
ARGOS		Web based application to interface access control events with video	Application Pending
FILE MASTER	2957481	IC 09: RFID readers that provide non-line-of sight reading and detect multiple tags and simultaneously track files and records.	Registered 5/31/05
LANLINK	3395272	IC 09: Access control and event management controllers, namely, electrical controllers for doors and other access points for building security.	Registered 3/11/08
MIRAGE	1564238	C 09: electronic access control equipment; namely, encoded cards and card readers.	Application Pending
MIRAGE SG	1841256	IC 09: electronic access control equipment; namely, encoded cards and card readers.	Registered 6/21/94
PERFORMA	2349126	IC 09: electronic access control equipment; namely, encoded cards and card readers.	Registered 5/9/00
PINNACLE	3358297	IC 09: electronic access control software for commercial or industrial use in connection with physical security items, namely, electronic control software for doors and other access points, and not for computer network security.	Registered 12/25/07
PROXIMITY PLUS	2698513	IC 09: electronic security access cards.	Application Pending
SIELOX	3295334	IC 09: programmable access and monitoring systems consisting of	Registered 9/18/07

		electronically encoded cards, keypads, card readers and control unit printers.	
THRESHOLDACCESS	3033840	IC 09: electronic access control and alarm system comprising encoded cards, card readers, computer-operated recorders and controllers and computer programs.	Registered 12/27/05

Schedule B

Common Law Marks

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