

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2010

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Integrated Alarm Services Group, Inc.		12/28/2010	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Security Monitoring Services, Inc.
Street Address:	4221 W. John Carpenter Fwy
City:	Irving
State/Country:	TEXAS
Postal Code:	75063
Entity Type:	CORPORATION: FLORIDA

**PROPERTY NUMBERS Total: 6**

Property Type	Number	Word Mark
Registration Number:	1645461	IDC
Registration Number:	2924274	PRO SQUARED
Registration Number:	2891983	PRO SQUARED
Registration Number:	3041063	WE KEEP BAD THINGS FROM HAPPENING TO GOOD PEOPLE
Registration Number:	3055300	IASG IS SECURITY
Registration Number:	3087564	NACC

**CORRESPONDENCE DATA**

Fax Number: (312)993-9767  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: (312) 876-7700  
 Email: thomas.buettner@lw.com  
 Correspondent Name: Thomas J. Buettner

OP \$165.00 1645461

Address Line 1: Latham & Watkins LLP  
Address Line 2: 233 S. Wacker Drive, Suite 5800  
Address Line 4: Chicago, ILLINOIS 60606

ATTORNEY DOCKET NUMBER: 048615-0000

NAME OF SUBMITTER: Thomas J. Buettner

Signature: /tjb/

Date: 02/09/2011

Total Attachments: 3  
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source=Integrated Alarm Merger Certificate#page3.tif

# Delaware

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*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"INTEGRATED ALARM SERVICES GROUP, INC.", A DELAWARE CORPORATION,


WITH AND INTO "SECURITY MONITORING SERVICES, INC." UNDER THE NAME OF "SECURITY MONITORING SERVICES, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF FLORIDA, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2010, AT 1:54 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF MERGER IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2010, AT 11:59 O'CLOCK P.M.

3603281 8100M

110024326



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8480622

DATE: 01-07-11

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

TRADEMARK  
REEL: 004471 FRAME: 0602

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 01:54 PM 12/28/2010  
FILED 01:54 PM 12/28/2010  
SRV 101238289 - 3603281 FILE

**STATE OF DELAWARE  
CERTIFICATE OF MERGER OF  
DOMESTIC CORPORATION INTO  
FOREIGN CORPORATION**

Pursuant to Title 8, Section 252 of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

**FIRST:** The name of each constituent corporation is Security Monitoring Services, Inc., a Florida corporation, and Integrated Alarm Services Group, Inc., a Delaware corporation.

**SECOND:** The Plan and Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations pursuant to Title 8, Section 252.

**THIRD:** The name of the surviving corporation is Security Monitoring Services, Inc., a Florida corporation.

**FOURTH:** No amendments or changes to the Articles of Incorporation of the surviving corporation are desired, and the Articles of Incorporation of the surviving corporation shall be its Articles of Incorporation.

**FIFTH:** The merger is to become effective at 11:59 p.m. (EST) on December 31, 2010 (the "Effective Time").

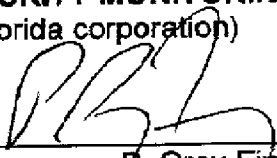
**SIXTH:** The Plan and Agreement of Merger is on file at 4221 W. John Carpenter Fwy, Irving, Texas 75063, Attn: General Counsel, a place of business of the surviving corporation.

**SEVENTH:** A copy of the Plan and Agreement of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the constituent corporations.

**EIGHTH:** The surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of the surviving corporation arising from this merger, including any suit or other proceeding to enforce the rights of any stockholders as determined in appraisal proceedings pursuant to the provisions of Section 262 of the Delaware General Corporation laws, and irrevocably appoints the Secretary of State of Delaware as its agent to accept services of process in any such suit or proceeding. The Secretary of State shall mail any such process to the surviving corporation at: Security Monitoring Services, Inc., 4221 W. John Carpenter Fwy, Irving, Texas 75063, Attn: General Counsel.

**IN WITNESS WHEREOF**, said surviving corporation has caused this Certificate of Merger to be signed by an authorized officer as of the 28<sup>th</sup> day of December, 2010.

**SECURITY MONITORING SERVICES, INC.**  
(a Florida corporation)

By:   
Name: P. Gray Finney  
Title: Vice President