

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
My Alarm Center, LLC		03/22/2012	LIMITED LIABILITY COMPANY: DELAWARE
RECEIVING PARTY DATA			
Name:	Bank of America, N.A., as agent		
Street Address:	231 S. LaSalle St.		
City:	Chicago		
State/Country:	ILLINOIS		
Postal Code:	60604		
Entity Type:	: UNITED STATES		
PROPERTY NUMBERS Total: 2			
Property Type	Number	Word Mark	
Registration Number:	4078162	AC MY ALARM CENTER	
Registration Number:	3883092	AC ALARM CENTER	
CORRESPONDENCE DATA			
Fax Number:	(312)558-5700		
Phone:	312 558-6352		
Email:	lkonrath@winston.com		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>			
Correspondent Name:	Laura Konrath		
Address Line 1:	35 W Wacker Drive		
Address Line 2:	Winston & Strawn LLP, Suite 2800		
Address Line 4:	Chicago, ILLINOIS 60601		
NAME OF SUBMITTER:	Laura Konrath		
Signature:	/Laura Konrath/		

Date:

03/27/2012

Total Attachments: 4

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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Pledge and Security Agreement dated as of March 22, 2012 (as amended, restated, amended and restated, supplemented or otherwise modified from time to time, the "Agreement") among the undersigned Grantor, the other Grantors party thereto and the Administrative Agent for the Secured Parties, the undersigned Grantor has granted a continuing security interest in and continuing lien upon the Trademarks on Schedule 1 hereto (the "Trademark Collateral") to the Administrative Agent for the ratable benefit of the Secured Parties. Terms used herein but not otherwise defined herein shall have the meaning ascribed thereto to them in the Agreement.

The Grantors and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the grant of a security interest in the Trademark Collateral (a) may only be terminated in accordance with the terms of the Agreement and (b) is not to be construed as an assignment of any Trademark or Trademark application.

This Notice of Grant of Security Interest in Trademarks has been entered into in conjunction with the provisions of the Agreement. The Grantor does hereby acknowledge and confirm that the grant of the security interest hereunder to, and the rights and remedies of, the Administrative Agent with respect to the Collateral are more fully set forth in the Agreement, the terms and provisions of which are incorporated by reference as if fully set forth herein.

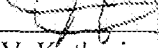
[Signature Page Follows]

GRANTOR:

My Alarm Center, LLC
1400 N. Providence Road
Media, PA 19063
Attention: Amy V. Kothari, President and CEO

Very truly yours,

MY ALARM CENTER, LLC

By: 
Name: Amy V. Kothari
Title: President and Chief Executive Officer

ADMINISTRATIVE AGENT:

Bank of America, N.A.
Agency Management
231 S LaSalle St
Mail Code: IL1-231-09-42
Chicago, IL 60604
Attention: Angela Larkin
Telephone: 312-828-3882
Telecopier: 877-206-8409

Acknowledged and accepted:

BANK OF AMERICA, N.A.

By: _____
Name: David L. O'Brien
Title: Senior Vice President

[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 004743 FRAME: 0304

GRANTOR:

My Alarm Center, LLC
1400 N. Providence Road
Media, PA 19063
Attention: Amy V. Kothari, President and CEO

Very truly yours,

MY ALARM CENTER, LLC

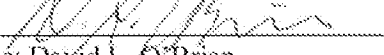
By: _____
Name: Amy V. Kothari
Title: President and Chief Executive Officer

ADMINISTRATIVE AGENT:

Bank of America, N.A.
Agency Management
231 S LaSalle St
Mail Code: IL.1-231-09-42
Chicago, IL 60604
Attention: Angela Larkin
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Telecopier: 877-206-8409

Acknowledged and accepted:

BANK OF AMERICA, N.A.

By: 
Name: David L. O'Brien
Title: Senior Vice President

[Signature Page to Trademark Security Agreement]

TRADEMARK
REEL: 004743 FRAME: 0305

SCHEDULE 1

TRADEMARKS

<u>Trademark No.</u>	<u>Description of Trademark Item</u>	<u>Date of Trademark</u>
4,078,162	Stylized Mark (MY ALARM CENTER and design)	12/27/2011
3,883,092	Stylized Mark (ALARM CENTER and design)	11/30/2010