

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

| | |
|-----------------------|--------------------|
| SUBMISSION TYPE: | NEW ASSIGNMENT |
| NATURE OF CONVEYANCE: | Security Agreement |

| | | | |
|-----------------------------|----------|----------------|-----------------------|
| CONVEYING PARTY DATA | | | |
| Name | Formerly | Execution Date | Entity Type |
| 2GIG Technologies, Inc. | | 11/16/2012 | CORPORATION: DELAWARE |

| | |
|-----------------------------|--|
| RECEIVING PARTY DATA | |
| Name: | Bank of America, N.A., as Administrative Agent |
| Street Address: | 100 N. Tryon St. |
| City: | Charlotte |
| State/Country: | NORTH CAROLINA |
| Postal Code: | 28255-0001 |
| Entity Type: | National Association: UNITED STATES |

| | | |
|----------------------------------|----------|------------|
| PROPERTY NUMBERS Total: 5 | | |
| Property Type | Number | Word Mark |
| Registration Number: | 3979305 | GO CONTROL |
| Registration Number: | 4038851 | GOCONTROL |
| Registration Number: | 4035718 | GO!CONTROL |
| Registration Number: | 3959541 | 2GIG |
| Serial Number: | 85639438 | GO!2.0 |

| | |
|---|--|
| CORRESPONDENCE DATA | |
| Fax Number: | 3026365454 |
| <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> | |
| Phone: | 800-927-9801 x2348 |
| Email: | jpaterso@cscinfo.com |
| Correspondent Name: | Corporation Service Company |
| Address Line 1: | 1090 Vermont Avenue NW, Suite 430 |
| Address Line 4: | Washington, DISTRICT OF COLUMBIA 20005 |

| | |
|-------------------------|--------|
| ATTORNEY DOCKET NUMBER: | 428601 |
|-------------------------|--------|

CH \$140.00 3979305

| | |
|---|---------------|
| NAME OF SUBMITTER: | Jean Paterson |
| Signature: | /jep/ |
| Date: | 11/20/2012 |
| Total Attachments: 5 source=11-20-12 2GIG Technologies-TM#page1.tif source=11-20-12 2GIG Technologies-TM#page2.tif source=11-20-12 2GIG Technologies-TM#page3.tif source=11-20-12 2GIG Technologies-TM#page4.tif source=11-20-12 2GIG Technologies-TM#page5.tif | |

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Director of the U. S. Patent and Trademark Office: Please record the attached documents or the new address(es) below.

1. Name of conveying party(ies):

2GIG Technologies, Inc.

- Individual(s)
- Partnership
- Corporation- State: Delaware
- Other _____
- Association
- Limited Partnership

Citizenship (see guidelines) USA - DE

Additional names of conveying parties attached? Yes No

3. Nature of conveyance/Execution Date(s) :

Execution Date(s) November 16, 2012

- Assignment
- Security Agreement
- Other _____
- Merger
- Change of Name

2. Name and address of receiving party(ies)

Additional names, addresses, or citizenship attached? Yes No

Name: Bank of America, N.A., as Administrative Agent

Street Address: 100 N. Tyron St.

City: Charlotte

State: NC

Country: USA Zip: 28255-0001

- Individual(s) Citizenship _____
- Association Citizenship USA - Federal
- Partnership Citizenship _____
- Limited Partnership Citizenship _____
- Corporation Citizenship _____
- Other _____ Citizenship _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)

4. Application number(s) or registration number(s) and identification or description of the Trademark.

A. Trademark Application No.(s) Text

See Schedule I

B. Trademark Registration No.(s)

See Schedule I

Additional sheet(s) attached? Yes No

C. Identification or Description of Trademark(s) (and Filing Date if Application or Registration Number is unknown):

5. Name & address of party to whom correspondence concerning document should be mailed:

Name: Elaine Carrera, Legal Assistant

Internal Address: Cahill Gordon Reindel LLP

Street Address: 80 Pine Street

City: New York

State: NY Zip: 10005

Phone Number: (212)314-5000

Docket Number: _____

Email Address: ecarrera@cahill.com

6. Total number of applications and registrations involved:

5

7. Total fee (37 CFR 2.6(b)(6) & 3.41) \$ _____

- Authorized to be charged to deposit account
- Enclosed

8. Payment Information:

Deposit Account Number _____

Authorized User Name _____

9. Signature:

Elaine Carrera
Signature

November 16, 2012
Date

Elaine Carrera

Name of Person Signing

Total number of pages including cover sheet, attachments, and document: 5

Documents to be recorded (including cover sheet) should be faxed to (571) 273-0140, or mailed to:
Mail Stop Assignment Recordation Branch, Director of the USPTO, P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK SECURITY AGREEMENT

Trademark Security Agreement, dated as of November 16, 2012, by 2GIG Technologies, Inc. (the “**Grantor**”), in favor of BANK OF AMERICA, N.A., in its capacity as administrative agent pursuant to the Credit Agreement (in such capacity, the “**Administrative Agent**”).

WITNESSETH:

WHEREAS, the Grantors are party to a Security Agreement dated as of November 16, 2012 (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”) in favor of the Administrative Agent pursuant to which the Grantors are required to execute and deliver this Trademark Security Agreement;

NOW, THEREFORE, in consideration of the premises and to induce the Administrative Agent, for the benefit of the Secured Parties, to enter into the Credit Agreement, the Grantors hereby agree with the Administrative Agent as follows:

SECTION 1. Defined Terms. Unless otherwise defined herein, terms defined in the Security Agreement and used herein have the meaning given to them in the Security Agreement.

SECTION 2. Grant of Security Interest in Trademark Collateral. Each Grantor hereby pledges and grants to the Administrative Agent for the benefit of the Secured Parties a lien on and security interest in and to all of its right, title and interest in, to and under all the following Collateral (excluding any Excluded Assets) of such Grantor:

(a) registered Trademarks of such Grantor listed on Schedule I attached hereto.

SECTION 3. The Security Agreement. The security interest granted pursuant to this Trademark Security Agreement is granted in conjunction with the security interest granted to the Administrative Agent pursuant to the Security Agreement and Grantors hereby acknowledge and affirm that the rights and remedies of the Administrative Agent with respect to the security interest in the Trademarks made and granted hereby are more fully set forth in the Security Agreement. In the event that any provision of this Trademark Security Agreement is deemed to conflict with the Security Agreement, the provisions of the Security Agreement shall control unless the Administrative Agent shall otherwise determine.

SECTION 4. Termination. Upon the termination of the Security Agreement in accordance with Section 6.13 thereof, the Administrative Agent shall, at the expense of such Grantor, execute, acknowledge, and deliver to the Grantors an instrument in writing in recordable form releasing the lien on and security interest in the Trademarks under this Trademark Security Agreement.

SECTION 5. Counterparts. This Trademark Security Agreement may be executed in any number of counterparts, all of which shall constitute one and the same instrument, and any party hereto may execute this Trademark Security Agreement by signing and delivering one or more counterparts.

[Signature pages follow.]

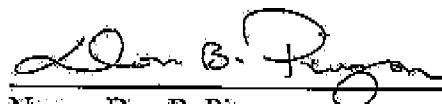
2GIG TECHNOLOGIES, INC.

By: Todd Santiago
Name: Todd Santiago
Title: President

[Trademark Security Agreement Signature Page]

TRADEMARK
REEL: 004904 FRAME: 0100

**BANK OF AMERICA, N.A.,
as Administrative Agent**

By: 
Name: Don B. Pinzon
Title: Vice President


[2010 Trademark Security Agreement Signature Page]

**TRADEMARK
REEL: 004904 FRAME: 0101**

Schedule I

UNITED STATES TRADEMARKS

Registrations:

| OWNER | REGISTRATION NUMBER | TRADEMARK |
|-------------------------|----------------------------|--|
| 2GIG Technologies, Inc. | 85/010,939 /3,979,305 |  |
| 2GIG Technologies, Inc. | 77/521,959/ 4,038,851 | GOCONTROL |
| 2GIG Technologies, Inc. | 77/946,370/ 4,035,718 | GO!CONTROL |
| 2GIG Technologies, Inc. | 85/010,948/ 3,959,541 | 2GIG |
| 2GIG Technologies, Inc. | 85/639,438 | GO!2.0 |