

## 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           |
| Vocel                     |   | 06/04/2012                       | CORPORATION: DELAWARE |
| RECEIVING PARTY DATA      |   |                                  |                       |
| Name:                     | ImageWare Systems, Inc.   |                                  |                       |
| Street Address:           | 10815 Rancho Bernardo Road, Ste. 310  |                                  |                       |
| City:                     | San Diego   |                                  |                       |
| State/Country:            | CALIFORNIA  |                                  |                       |
| Postal Code:              | 92127   |                                  |                       |
| Entity Type:              | CORPORATION: DELAWARE   |                                  |                       |
| PROPERTY NUMBERS Total: 5 |   |                                  |                       |
| Property Type             | Number  | Word Mark                        |                       |
| Registration Number:      | 3450902   | PILLPHONE                        |                       |
| Registration Number:      | 3175577   | INCA                             |                       |
| Registration Number:      | 3236759   | ACTIVATE. STIMULATE. ACCUMULATE. |                       |
| Registration Number:      | 3223046   | VOCEL                            |                       |
| Registration Number:      | 3642413   | VIM                              |                       |
| CORRESPONDENCE DATA       |   |                                  |                       |
| Fax Number:               | 8587923447  |                                  |                       |
|                           | <i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i> |                                  |                       |
| Phone:                    | 858-792-3446  |                                  |                       |
| Email:                    | jamesfazio@sandiegoiplaw.com  |                                  |                       |
| Correspondent Name:       | James V. Fazio, III   |                                  |                       |
| Address Line 1:           | San Diego IP Law Group LLP  |                                  |                       |
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| Address Line 4:           | San Diego, CALIFORNIA 92130   |                                  |                       |

OP \$140.00 3450902

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| NAME OF SUBMITTER:   | James V. Fazio, III   |
| Signature:   | /James V. Fazio, III/ |
| Date:  | 03/15/2013            |
| Total Attachments: 2<br>source=Executed Patent and Trademark Assignment#page1.tif<br>source=Executed Patent and Trademark Assignment#page2.tif |                       |

**PATENT AND TRADEMARK ASSIGNMENT**

In consideration of the payment by ASSIGNEE to ASSIGNOR of the sum of One Dollar (\$1.00), the receipt of which is hereby acknowledged, and for other good and valuable consideration,

ASSIGNOR, VOCEL, INC., a Delaware corporation having a principal place of business at 3580 Carmel Mountain Road, Suite 306, San Diego, California, 92130 and its Affiliates (collectively "ASSIGNOR")

hereby sells, assigns and transfers to

ASSIGNEE, IMAGEWARE SYSTEMS, INC., a Delaware corporation having a principal place of business at 10815 Rancho Bernardo Road, Suite 310, San Diego, California, 92127 ("ASSIGNEE")

ASSIGNOR's entire right, title and interest in and to:

| <u>Patent No./Trademark<br/>Reg. No.</u>                    | <u>Country</u>        | <u>Filing Date</u>       | <u>Title of<br/>Patent/Trademark</u>            |
|---|-----------------------|--------------------------|---|
| <u>U.S. Patent No.<br/>7,321,920</u>                        | <u>U.S.</u>           | <u>March 21, 2003</u>    | <u>Interactive messaging<br/>system</u>         |
| <u>U.S. Patent No.<br/>7,340,503</u>                        | <u>U.S.</u>           | <u>May 11, 2005</u>      | <u>Interactive messaging<br/>system</u>         |
| <u>U.S. Patent No.<br/>7,353,258</u>                        | <u>U.S.</u>           | <u>April 11, 2005</u>    | <u>Interactive messaging<br/>system</u>         |
| <u>U.S. Patent No.<br/>8,117,287</u>                        | <u>U.S.</u>           | <u>February 12, 2010</u> | <u>Interactive messaging<br/>system</u>         |
| <u>Reg.No. 3,450,902</u>                                    | <u>U.S.</u>           | <u>June 2, 2005</u>      | <u>PILLPHONE</u>                                |
| <u>Reg. No.<br/>1,606,963/Patent No.<br/>DE602004024861</u> | <u>Germany</u>        |                          | <u>Interactive messaging<br/>system</u>         |
| <u>Reg. No. 1,606,963</u>                                   | <u>France</u>         |                          | <u>Interactive messaging<br/>system</u>         |
| <u>Reg. No. 1,606,963</u>                                   | <u>United Kingdom</u> |                          | <u>Interactive messaging<br/>system</u>         |
| <u>Reg. No. 3,175,577</u>                                   | <u>U.S.</u>           |                          | <u>INCA</u>                                     |
| <u>Reg. No. 3,236,759</u>                                   | <u>U.S.</u>           |                          | <u>ACTIVATE,<br/>STIMULATE,<br/>ACCUMULATE.</u> |
| <u>Reg. No. 3,223,046</u>                                   | <u>U.S.</u>           |                          | <u>VOCEL</u>                                    |

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Reg. No. 3,642,413

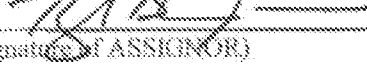
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as well as the right to claim priority based on the applications, the same to be held and enjoyed by ASSIGNEE to the full end of the term for which said Letters Patents are granted, as fully and entirely as the same could have been held and enjoyed by ASSIGNOR if this assignment and sale had not been made, together with all rights of actions for past infringement thereof including the right to recover past, present and future damages for past, present and future infringement subject to pre-existing rights of others. Assignor acknowledges that Assignee has granted back to Assignor a license under the Transferred Intellectual Property on the conditions set forth in an Asset Purchase Agreement between the parties.

IN WITNESS WHEREOF, I have herunto set my hand and seal this 4<sup>th</sup> day of June, 2012.

VOCEL, INC.

By:   
(Signature of ASSIGNOR)

Tyler D. Jensen  
(Typed name of person signing)

President  
(Title of person signing)