

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM671075

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Bank of America, N.A.		08/13/2021	National Banking Association: UNITED STATES
RECEIVING PARTY DATA			
Name:	Capital One National Association		
Street Address:	15000 Capital One Drive		
City:	Richmond		
State/Country:	VIRGINIA		
Postal Code:	23238		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 16			
Property Type	Number	Word Mark	
Serial Number:	87409167	LESS WORRY. MORE LIFE.	
Serial Number:	87863651	BLUE OPS TECH TEAM	
Serial Number:	87863459	BLUE OPS	
Serial Number:	87409234	LESS WORRY. MORE LIFE.	
Serial Number:	87068052	N	
Serial Number:	87068050	N	
Serial Number:	87262445	NORTHSTAR CONNECT	
Serial Number:	87068053	N	
Serial Number:	86312989	NORTHSTAR HOME	
Serial Number:	86313013	NORTHSTAR HOME	
Serial Number:	86313009	NORTHSTAR HOME	
Serial Number:	86312981	N	
Serial Number:	86312974	N	
Serial Number:	86312936	NORTHSTAR	
Serial Number:	86312931	NORTHSTAR	
Serial Number:	86312921	NORTHSTAR	
CORRESPONDENCE DATA			
Fax Number:			

OP \$415.00 87409167

TRADEMARK

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: shiers@mcguirewoods.com
Correspondent Name: Stephanie A. Martinez
Address Line 1: 800 E. Canal Street
Address Line 4: Richmond, VIRGINIA 23219

NAME OF SUBMITTER:	Stephanie Martinez
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SIGNATURE:	/Stephanie Martinez/
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DATE SIGNED:	08/30/2021
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Total Attachments: 6

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**NOTICE OF ASSIGNMENT OF
SECURITY INTEREST IN TRADEMARKS**

This NOTICE OF ASSIGNMENT OF SECURITY INTEREST IN TRADEMARKS (“Notice of Assignment”) dated August 13, 2021, is between BANK OF AMERICA, N.A., as retiring administrative agent (“Assignor”), and CAPITAL ONE, NATIONAL ASSOCIATION, as successor Administrative Agent for the Lenders party to that certain Second Amended and Restated Credit Agreement, dated as of January 16, 2015, as amended, restated, supplemented or otherwise modified from time to time (“Assignee”).

WHEREAS, NorthStar Alarm Services, LLC, a Utah limited liability company and NorthStar Alarm Services CA, LP, a Utah limited partnership (collectively, “Grantor”), and Assignor entered into that certain Trademark Security Agreement, dated as of May 17, 2019 (the “Trademark Security Agreement”), whereby Grantor granted to Assignor a continuing security interest in all of its right, title and interest in the trademarks and trademark applications of the Grantor, including, without limitation, each trademark and trademark application listed on Schedule I attached hereto and incorporated herein by reference.

WHEREAS, the Trademark Security Agreement was recorded in the records of the United States Patent and Trademark Office on June 25, 2019 at Reel 006677, Frame 0316.

WHEREAS, Assignor has resigned as Administrative Agent under the Trademark Security Agreement.

WHEREAS, Assignee has been appointed as successor Administrative Agent under the Trademark Security Agreement and has succeeded to all the rights, duties, authority, and responsibilities of the Administrative Agent thereunder pursuant to that certain Agency Transfer Agreement dated as of the date hereof (“Agency Transfer Agreement”), among Assignor, Assignee and the other parties thereto.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereto agree as follows:

1. Defined Terms. All capitalized terms used, but not otherwise defined herein, shall have the respective meanings ascribed in or otherwise referenced in the Agency Transfer Agreement or the Trademark Security Agreement, as applicable.

2. Resignation and Appointment. Pursuant to the terms and conditions set forth in the Agency Transfer Agreement, the Assignor has ceased to be Administrative Agent, and is succeeded to and replaced by the Assignee as Administrative Agent, under the Trademark Security Agreement and the other Loan Documents. To the extent that any of Assignor’s right, title and interest as Administrative Agent in the Trademark Security Agreement was not validly transferred to Assignee pursuant to the Agency Transfer Agreement, Assignor hereby assigns, without representation, warranty or recourse, any and all such right, title and interest to Assignee. Furthermore, Assignor and Assignee execute this Notice of Assignment to give notice of the resignation by Assignor and the acceptance by Assignee of all of Assignor’s right, title and interest as Administrative Agent in the Trademark Security Agreement.

Nothing herein shall be deemed to terminate, interrupt or impair the continuity of the security interest in the collateral originally granted to the Assignor under the Trademark Security Agreement, which security interest is now succeeded by, assigned and transferred to the Assignee.

[Remainder of page intentionally left blank; signature pages follow]

IN WITNESS WHEREOF, Assignor and Assignee caused this Notice of Assignment to be duly executed as of the date first set forth above.

ASSIGNOR:

BANK OF AMERICA, N.A., as Retiring Agent

By: Thomas Czerwinski
Name: Thomas Czerwinski
Title: Senior Vice President

ASSIGNEE:

CAPITAL ONE, NATIONAL ASSOCIATION,
as Successor Agent

By: _____
Name: Saam Parsa
Title: Managing Director

IN WITNESS WHEREOF, Assignor and Assignee caused this Notice of Assignment to be duly executed as of the date first set forth above.

ASSIGNOR:

BANK OF AMERICA, N.A., as Retiring Agent

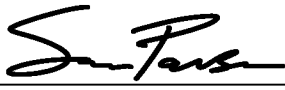
By: _____

Name: Thomas Czerwinski

Title: Senior Vice President

ASSIGNEE:

CAPITAL ONE, NATIONAL ASSOCIATION,
as Successor Agent

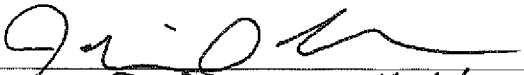
By:  _____

Name: Saam Parsa


Title: Managing Director

Acknowledged and Agreed:

NORTHSTAR ALARM SERVICES, LLC,
as Grantor

By: 
Name: J. Daniel Noble
Title: CEO

NORTHSTAR ALARM SERVICES CA, LP,
as Grantor

By: 
Name: J. Daniel Noble
Title: CEO

**SCHEDULE I
Trademarks**

Serial No.	Reg. No.	Mark
87409167	5710401	LESS WORRY. MORE LIFE.
87863651	Pending	BLUE OPS TECH TEAM (logo)
87863459	5653412	BLUE OPS
87409234	Pending	LESS WORRY. MORE LIFE.
87068052	5292269	N (logo)
87068050	5292268	N (logo)
87262445	5259894	NORTHSTAR CONNECT
87068053	5132795	N (logo)
86312989	5513960	NORTHSTAR HOME
86313013	4829840	NORTHSTAR HOME
86313009	4820649	NORTHSTAR HOME
86312981	4811023	N (logo)
86312974	4820648	N (logo)
86312936	4829839	NORTHSTAR
86312931	4820647	NORTHSTAR
86312921	5041648	NORTHSTAR

SCHEDULE I TO NOTICE OF ASSIGNMENT
OF TRADEMARK SECURITY AGREEMENT