

PATENT ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT												
NATURE OF CONVEYANCE:	ASSIGNMENT												
CONVEYING PARTY DATA													
<table border="1"> <thead> <tr> <th>Name</th> <th>Execution Date</th> </tr> </thead> <tbody> <tr> <td>Vocel, Inc.</td> <td>06/04/2012</td> </tr> </tbody> </table>		Name	Execution Date	Vocel, Inc.	06/04/2012								
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RECEIVING PARTY DATA													
<table border="1"> <tr> <td>Name:</td> <td>Imageware Systems, Inc.</td> </tr> <tr> <td>Street Address:</td> <td>10815 Rancho Bernardo Road</td> </tr> <tr> <td>Internal Address:</td> <td>Suite 310</td> </tr> <tr> <td>City:</td> <td>San Diego</td> </tr> <tr> <td>State/Country:</td> <td>CALIFORNIA</td> </tr> <tr> <td>Postal Code:</td> <td>92127</td> </tr> </table>		Name:	Imageware Systems, Inc.	Street Address:	10815 Rancho Bernardo Road	Internal Address:	Suite 310	City:	San Diego	State/Country:	CALIFORNIA	Postal Code:	92127
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PROPERTY NUMBERS Total: 4													
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Property Type	Number												
Patent Number:	7321920												
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CORRESPONDENCE DATA													
Fax Number:	8587923447												
Phone:	8587923446												
Email:	trevorcoddington@sandiegoplw.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:	Trevor Coddington												
Address Line 1:	12526 High Bluff Drive												
Address Line 2:	Suite 300												
Address Line 4:	San Diego, CALIFORNIA 92130												
NAME OF SUBMITTER:	Trevor Coddington												
Total Attachments: 2 source=Executed Patent Assignment#page1.tif source=Executed Patent Assignment#page2.tif													

OP \$160.00 7321920

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

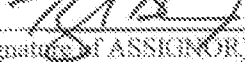
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as well as the right to claim priority based on the applications, the same to be held and enjoyed by ASSIGNEE to the full end of the term for which said Letters Patents are granted, as fully and entirely as the same could have been held and enjoyed 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 4th day of June, 2012.

VOCEL, INC.

By: 
(Signature of ASSIGNOR)

Tyler D. Jensen
(Typed name of person signing)

President
(Title of person signing)